
BIHAR SPONGE IRON LIMITED

REGISTERED OFFICE & PLANT : UMESH NAGAR, CHANDIL-832401, DISTT. SARAIKELA- KHARSAWAN, JHARKHAND
Ph. +91 9955542302, E-mail: companysecretary@bsil.org.in / bsilchandil@gmail.com Website : www.bsil.org.in
CIN: L27106JH1982PLC001633

2nd September, 2025

To,
The Manager Listing
BSE Limited
25th Floor, P. J. Towers,
Dalal Street, Mumbai-400001

Scrip Code: 500058

Sub: Notice of 43rd Annual General Meeting (“AGM”) and Annual Report for the Financial Year 2024-25 of Bihar Sponge Iron Limited (the “Company”)

Dear Sir/Ma’am,

This is to inform you that the 43rd AGM of the Members of the Company is scheduled to be held on Thursday, 25th September, 2025 at 03:30 P.M. (IST) through video conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”).

Notice convening the 43rd AGM Notice and the Annual Report of the Company, for the Financial Year 2024-25, are being sent through electronic mode to all the members whose email address is registered with the Company/Company’s RTA/ Depository / Depository Participant(s).

Further, in accordance with the Regulation 36(1)(b) of the SEBI (LODR) Regulations, 2015, an Inland letter containing the web-link for accessing the notice of 43rd AGM and Annual Report for Financial Year 2024-25 and request to complete their KYC, is being sent to physical shareholders and other shareholders who have not registered their email IDs.

Notice and Annual Report of the 43rd AGM are attached and the same are also available on the Company’s website at <https://www.bsil.org.in>.

This is for your Information and records.

Thanking you,

Yours faithfully,

For Bihar Sponge Iron Limited

Vimal Prasad Gupta
Company Secretary &
Compliance Officer
FCS 6380

Encl.: As Above

BIHAR SPONGE IRON LIMITED

CIN: L27106JH1982PLC001633

Registered Office: Umesh Nagar, Chandil, Dist. Saraikela-Kharsawan, Jharkhand-832401

Ph.: +91 9955542302, E-mail: companysecretary@bsil.org.in,Website: www.bsil.org.in**NOTICE**

Notice is hereby given that the 43rd Annual General Meeting of the members of Bihar Sponge Iron Limited will be held on Thursday, 25th September, 2025 at 3:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025, together with the Report of the Board of Directors and the Auditors thereon.

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

"RESOLVED THAT Audited Financial Statement of the Company for the Financial Year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint Mr. Abhishek Modi (DIN: 00002798), who retires by rotation as a Director and being eligible, offers himself for re-appointment.

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Abhishek Modi (DIN: 00002798), who retires by rotation at this meeting, be and is hereby re-appointed as a Director of the Company.

SPECIAL BUSINESS:

3. To consider & approve the regularization of the appointment/continuation of Mrs. Kumkum Modi (DIN: 00522904), who will attain the age of 75 years on 18th January, 2026, as a non-executive director of the Company, under regulation 17 (1A) of the SEBI (LODR) Regulations, 2015.

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

"RESOLVED THAT pursuant to regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Sections 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the members of the Company be and is hereby accorded for the regularization of the appointment/continuation of Mrs. Kumkum Modi (DIN: 00522904) as a Non-Executive Non-Independent Director of the Company, who will attain the age of 75 years on 18th January, 2026, to hold/continue to hold office as a Non-Executive Director beyond the age of 75 years.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. To approve Material Related Party Transactions with Related Party of the Company.

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

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time and Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory

modification(s) or re-enactment(s) or amendment(s) thereof for the time being in force), Company's Policy on related party transactions and subject to such other approval(s), consent(s), permission(s) and sanctions of any authorities as may be necessary and on the basis of recommendation of Audit Committee and Board of Directors of the Company, consent of the members be and is hereby accorded to enter/ continue to enter into the contracts/ arrangements/ agreements, material related party transactions (whether by way of individual transaction or transaction taken together or series of transactions or otherwise) with the Related Parties as defined under section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of or buying, leasing of property of any kind, availing or rendering of any services or any other transactions of whatever name/nature, giving and taking of ICD's and creation of Charge in favour of Related Parties on such terms and conditions as may be mutually agreed upon between the Board of Directors of the company and the related party **G S Pharmbutor Pvt. Ltd.**, such that the maximum value of the related party transactions with such parties, in aggregate does not exceed the value specified under each category as mentioned in the explanatory statement, provided that the related party transaction shall be carried out at in ordinary course of business and at arm's length basis.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things; to finalize or vary the terms and conditions of the transactions with the aforesaid party; and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and / or expedient for giving effect to this resolution and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution for the purpose of giving effect to this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board of Directors/Company in connection with any matter referred to or contemplated in the resolution [including day to day transactions (debit/credit) with the related party], be and are hereby approved, ratified and confirmed in all respects."

5. To consider and approve the appointment of M/s. Soniya Gupta and Associates, Company Secretaries, as Secretarial Auditor of the Company for the 1st term of 5 (five) consecutive financial years.

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

"RESOLVED THAT upon the recommendation of the Audit Committee and the Board of Directors; and pursuant to the provisions of Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the Members be and is hereby accorded for the appointment of M/s Soniya Gupta & Associates (M. NO. 7493 & C.P. No. 8136), Company Secretaries as Secretarial Auditors of the Company for a period of 1st term of five (5) years (i.e., for the Financial Year from 01-04-2025 to 31-03-2030) from the conclusion of ensuing 43rd Annual General Meeting until the conclusion of the 48th Annual General Meeting of the Company, on such remuneration as may be mutually agreed upon between the Company and the Secretarial Auditors plus applicable taxes and re-imbursement of out of pocket expenses, to conduct the Secretarial Audit of the Company and to issue the Secretarial Audit Report in the prescribed form.

RESOLVED FURTHER THAT all the Directors and Company Secretary of the Company, be and are hereby severally authorized to do all the such acts, deeds and things which are necessary for the aforesaid appointment."

6. To ratify the remuneration of Cost Auditors for the Financial Year ending 31st March 2026.

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications(s) or re-enactments(s) thereof for the time being in force), the remuneration payable to M/s. M.K. Singhal & Co., Cost Accountants (Firm Registration No. 00074), appointed by the Board of Directors on the

recommendation of the Audit Committee, as Cost Auditors of the Company for the Financial Year ended 31st March, 2026, amounting to Rs. 1,00,000/- (Rupees One Lakh only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified."

**For & on behalf of the Board of
Bihar Sponge Iron Limited**

**Sd/-
Umesh Kumar Modi
Chairman & President
DIN: 00002757**

Place : New Delhi

Date: 12th August, 2025

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 2/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") permitted the convening the AGM through VC/OAVM, without the physical presence of the Members of the Company at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the registered office of the Company.
2. The Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the Special Businesses to be transacted at the AGM, is annexed hereto and forms part of this Notice. The relevant details pursuant to requirements of SEBI Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed.
3. **AGM is being held pursuant to the MCA and SEBI Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Route Map and Attendance Slip are not annexed to this Notice.**
4. Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Institutional / Corporate Members are entitled to appoint authorised representatives to attend, participate at the AGM through VC/ OAVM and cast their votes. Institutional/ Corporate Members are requested to send a scanned copy (in PDF/ JPG format) of the Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, to the Scrutinizer at soniyacs@gmail.com with a copy marked at companysecretary@bsil.org.in.
6. In compliance with the MCA Circulars and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024, and other applicable circulars issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), Notice of the AGM and Annual Report is being send only through electronic mode to those members; based on benpos date, i.e., August 29, 2025, whose e-mail addresses are registered with the Company/ Depositories. The Members can also download a copy of this Notice from the Website of the Company (www.bsil.org.in) and websites of the Stock Exchange i.e., BSE Limited at www.bseindia.com.

7. Members who have not registered their Email address with the Company or with the Depositories and wish to receive the aforesaid documents are required to register their Email address with the Company's Registrar and Transfer Agent (RTA) by sending an e-mail at beetalrta@gmail.com or the Company at companysecretary@bsil.org.in.
8. The Members can join the AGM through VC/OAVM 15 minutes before and/or at the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on a 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 Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. The Register of Members and Share Transfer Books of the Company shall remain closed from Friday, 19th September, 2025 to Thursday, 25th September, 2025 (both days inclusive).
10. Members will be provided with a facility of electronic voting (e-voting) and for attending the AGM through VC/OAVM by the Central Depository Services Limited (CDSL) E-voting system i.e. www.evotingindia.com.
11. To enable the Company to comply with MCA Circulars and to participate in the 'Green Initiative', members who have not yet registered their Email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and in case of shares held in physical form by sending a duly filled and signed form ISR-1 available on the Company's website with RTA.
12. During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding under Section 170 of the Act and the Register of Contracts or arrangements in which directors are interested, maintained under Section 189 of the Act will be made available for inspection during the AGM, if requested for the same in advance.
13. Members desiring inspection of statutory registers during the AGM may send their request in writing to the Company at companysecretary@bsil.org.in.
14. Members desiring any information as regards to accounts are requested to address their questions to the Secretary of the Company at least 7 clear days before the date of the Meeting so that the required information is made available at the Meeting.
15. Members may please note that SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated the Listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of the same is available on the Company's website at www.bsil.org.in and on the website of its RTA at www.beetalfinancial.com. It may be noted that that any service request can be processed only after the folio is KYC compliant.
16. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), nominations, power of attorney, bank details. For shares held in electronic form shall contact their Depository Participants ("DP") and for shares held in physical form, Members shall intimate to the Company/ RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated 12th October, 2023. To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details.
17. As per the provisions of the Act and applicable SEBI Circulars, Members holding shares in physical form may file nomination in the prescribed form SH-13 with RTA or make changes to their nomination details through

form SH-14 and form ISR-3. In respect of shares held in dematerialized form, the nomination form may be filed with the respective DPs. The relevant forms are available on the company's website at www.bsil.org.in and its RTA at www.beetalfinancial.com. Members holding shares in physical form are advised to make a nomination in Form SH-13 in respect of their shareholding in the Company. The nomination form will be made available by the Company on request.

18. Members who wish to inspect the relevant documents referred to in the Notice can send Email at companysecretary@bsil.org.in up to the date of the AGM.
19. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of E-voting agency CDSL at www.evotingindia.com.
20. A physical copy of the Annual Report for the Financial Year 2024-25 (including the Notice) shall be sent only to those Members who specifically request for the same. Accordingly, Members who wish to obtain physical copy of the Annual Report for the FY 2024-25, may write to the Company at companysecretary@bsil.org.in mentioning Folio No./DP ID and Client ID. For receiving Annual Report (including the Notice) from the Company electronically, Members are requested to write to the Company with details of folio number/ DPID/ Client ID and attaching a self-attested copy of PAN at companysecretary@bsil.org.in or beetalrta@gmail.com.
21. Pursuant to SEBI Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated 31st July 2023, SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated 4th August, 2023, and Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated 20th December, 2023, has established a common Online Dispute Redressal Portal ("ODR Portal") for resolution of disputes. Pursuant to above mentioned circulars, the aggrieved party can initiate the mechanism, after exhausting the primary options to resolve the issue, directly with the RTA/ Company and through the SEBI Complaint Redressal System (SCORES) platform, through the ODR portal (SMARTODR).
22. *That Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated 2nd July 2025, a special window has been opened for a period of six months from 7th July, 2025 to 6th January, 2026 to facilitate transfer requests of physical shares.*

This facility is available for Transfer Deeds which were originally lodged before 1st April, 2019 but were rejected/ returned/ not attended due to deficiency in the documents/process or otherwise.

Shareholders are requested to re-lodge such cases with the RTA, latest by 6th January, 2026 at M/s Beetal Financial & Computer Services Pvt. Ltd, Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062 at beetal@beetalfinancial.com or with the Company at companysecretary@bsil.org.in.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. The Shareholders will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/ members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / I-Pads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request in advance at least seven days prior to meeting mentioning their name, demat account number/ folio number, Email id, mobile number at companysecretary@bsil.org.in. The Members who do not wish to speak during the AGM but have queries may send their queries in advance 7 clear days

prior to meeting mentioning their name, demat account number/ folio number, Email id, mobile number at companysecretary@bsil.org.in. These queries will be replied to by the company suitably by email.

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views or ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
7. In the case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
8. Members attending the AGM through VC/ OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

VOTING THROUGH ELECTRONIC MEANS:

1. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment, Rules 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020, the Company is pleased to provide its Members facility to exercise their right to vote at the Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by the Central Depository Services (India) Limited (CDSL). Remote e-voting is optional. The facility of e-voting shall also be made available at the AGM and the Members attending the AGM who have not already cast their vote by Remote e-voting shall be eligible to exercise their right to cast vote during the AGM.
2. The Board of Directors has appointed M/s. Soniya Gupta & Associates, Practicing Company Secretaries (COP No. 8136), as a Scrutinizer to process the e-voting and submit a report to the Chairman. The results of voting shall be declared within two (2) days of the conclusion of 43rd AGM. The results of voting so declared along with the Scrutinizer's Report shall be placed on the Company's website at www.bsil.org.in, CDSL website at www.evotingindia.com and shall also be communicated to the Stock Exchanges (BSE). The results of the voting will also be displayed at the Notice Board at the Registered Office of the Company.
3. All the grievances in relation to the 43rd AGM including e-voting shall be addressed by Mr. Vimal Prasad Gupta, Company Secretary and Compliance Officer of the Company having e-mail id companysecretary@bsil.org.in.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

1. The voting period begins on Monday, 22nd September, 2025 at 9:00 A.M. and ends on Wednesday, 24th September, 2025 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, 18th September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.
4. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
5. To increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

6. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and Email in their demat accounts to access e-voting facility.
7. The Company has opted to provide the same electronic voting system at the Meeting, as used during remote e-voting, and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting.

Pursuant to aforementioned SEBI Circular, Login method for e-voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

| Type of shareholders | Login Method |
|---|--|
| 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. By clicking the e-voting 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 able to directly access the system of all e-voting Service Providers. |
| Individual Shareholders holding securities in demat mode with NSDL | <ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. |

| Type of shareholders | Login Method |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. |

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

HELPDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE FOR ANY TECHNICAL ISSUES RELATED TO LOGIN THROUGH DEPOSITORY I.E. CDSL AND NSDL:

| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911. |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 4886 7000 and 022 2499 7000. |

LOGIN METHOD FOR REMOTE E-VOTING FOR PHYSICAL SHAREHOLDERS AND SHAREHOLDERS OTHER THAN INDIVIDUAL HOLDING IN DEMAT FORM:

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on "Shareholders" module.
- (iii) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (vi) If you are a first-time user follow the steps given below:

| For Physical shareholders and other than individual shareholders holding shares in Demat. | | |
|--|--|---|
| PAN | | Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) |
| | | Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant '**Bihar Sponge Iron Limited**' on which you choose to vote.
- (xi) On the voting page, you will see "**RESOLUTION DESCRIPTION**" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xviii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote e-voting only:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the registration form bearing the stamp and sign of the entity should be sent by an email at helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote etc., to the Scrutinizer at soniyacs@gmail.com and to the Company at companysecretary@bsil.org.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL /MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by Email at investor@beetalfinancial.com or beetalrta@gmail.com.
2. For Demat shareholders - Please update your Email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your Email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-voting from the CDSL e-voting System, you may refer the Frequently Asked Questions ('FAQs') and e-voting manual available at www.evotingindia.com, under help section or write an Email at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an Email at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date and a person who is not a Member as on the cut-off date should treat the Notice for information purpose only.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM ARE AS UNDER:

- (i) The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- (ii) Only those Members, who are 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 available during the AGM.
- (iii) If any votes are cast by the Members through the e-voting available during the AGM and if the same Members have not participated in the meeting through VC/OAVM facility, then the votes cast by such Members shall be considered invalid as the facility of e-voting during the meeting is available only to the Members attending the meeting.
- (iv) 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.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 3: Regularization of the appointment/continuation of Mrs. Kumkum Modi (DIN: 00522904), who will attain the age of 75 years on 18th January, 2026, as a non-executive director of the Company, under regulation 17 (1A) of the SEBI (LODR) Regulations, 2015.

Mrs. Kumkum Modi has been serving as a Non-Executive Director on the Board since 4th June, 2011. In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, she is liable to retire by rotation and is eligible for re-appointment. Her re-appointments have been approved by the shareholders in previous Annual General Meetings.

The SEBI had made changes in 'SEBI (LODR) (Amendment) Regulations, 2018', amending Regulation 17 which deals with the Board of Directors and same has already come into effect. The amended regulation is as follows-

"Pursuant to the Regulation 17(1A) of the SEBI (LODR) (Amendment) Regulations, 2018 – with effect from April 01, 2019, No listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person."

The Board of Directors of the Company at its meeting held on 12th August, 2025, pursuant to the recommendations of Nomination and Remuneration Committee has approved the recommendation for the regularization of the appointment/continuation of Mrs. Kumkum Modi (DIN: 00522904) as a Non-Executive Non- Independent Director of the Company pursuant to the Regulation 17 (1A) of SEBI Listing Regulations.

Mrs. Kumkum Modi will be attaining the age of 75 years on 18th January, 2026 accordingly, to comply with the provisions of Regulations 17(1A) of the SEBI LODR Regulations, Company is seeking approval of the Members through Special Resolution. For any purpose, date 1st October, 2025 will be taken as cut-of-date.

A brief justification for his continuation as Non-executive Non-Independent Director on the Board of the Company is as under: -

The Board is of the opinion that Mrs. Kumkum Modi possess extensive board level experience, strategic insight, and deep knowledge of the industry. She has very vast experience in various fields like Pharmaceuticals, Cosmetics, Sugar, and Iron & Steel etc. Her continued association bring valuable knowledge, experience, and insight to the Board. Her vast industry experience and strategic guidance have been instrumental in steering the Company in the right direction.

The Company has received notice in writing from a member proposing her continuation as Non-executive Non-Independent Director of the Company.

Mrs. Modi is not disqualified from being appointed as the Director in terms of Section 164 of the Act and have given her consent for continuation as Non-executive Non-Independent Director.

Brief resume of Mrs. Modi, age, qualification, nature of her expertise in specific functional areas, disclosure of relationships between directors inter-se, names of listed entities and other companies in which she holds directorships and memberships/chairmanships of Board Committees shareholding in the Company, the number of Meetings of the Board attended during the year, as stipulated under the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are stated herein elsewhere in the notice and are also provided in the Corporate Governance Report forming part of the Annual Report.

Mrs. Modi along with her relative(s) is interested in the resolution set out in Item No. 3 of this Notice with regard to her re-appointment.

The Board of Directors recommends the resolution set out at Item No. 3 for approval by the Members as a Special Resolution.

Save and except as stated 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.

Item No. 4: Material Related Party Transactions with Related Party of the Company.

Pursuant to the provisions of Regulation 23(4) of the SEBI Listing Regulations, Section 188 to the extent applicable and all other applicable provisions, if any, of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and Company's Policy on Related Party Transactions, the material related party transactions (MRPT) with related parties, which either individually or taken together with previous transaction(s) during a financial year, exceed Rs. 1,000 crore or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower, requires approval of the Members of the Company by way of an ordinary resolution. The Audit Committee and the Board of Directors of the Company in their respective meetings held on 29th May, 2025 have approved the transactions given in Item No. 4 of the Notice. In view of the threshold for determining related party transactions that require prior approval of the Shareholders and in order to facilitate the operations of the Company, the Company seeks the approval of Shareholders by passing an ordinary resolution.

The Company, in order to furtherance of its business interests enters into various transactions with the related party, the estimated value of transactions with the related parties as defined under section 2(76) of the Act and Regulation 2(1) (zb) of the Listing Regulations, are expected to exceed the materiality threshold as stated above.

Details of transactions with related party pursuant to SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22nd November, 2021, are given hereunder:

• G S Pharmbutor Pvt. Ltd.

| Sr. No. | Particulars | Details of Transactions | |
|---------|--|--|--|
| | Name of Related Party | G S Pharmbutor Pvt. Ltd. (GSP) | |
| (i) | Nature of Relationship | It holds more than 20% shares in Moderate Leasing Capital Services Limited, which is a promoter group company of the Listed entity. | It holds more than 20% shares in Moderate Leasing Capital Services Limited, which is a promoter group company of the Listed entity. |
| (ii) | Nature & material terms of the transaction | Inter Corporate Loan All the material terms & conditions are/ will be finalized with the mutual consent of both the parties and as per the agreement executed/ to be executed between the Company & related party. | Sale or purchase of goods and services or any assets & other material related party transactions. (Value given in point (iv) below indicates per year transaction amount for the agreement period). All the material terms & conditions are / to be finalized with the mutual consent of both the parties and as per the agreement executed/to be executed between the Company & related party. |
| (iii) | Tenure of the Transaction (Approval Period for MRPT) | From 01-10-2025 to 30-09-2026 | From 01-10-2025 to 30-09-2026 |
| (iv) | Value of Transaction | Up to Rs. 85 Crores | Up to Rs. 5 Crores |
| (v) | Details of Loan: | | |
| | Source of fund | Arrangement of Loan by Related party from its internal sources. | NA |
| | Nature of Indebtedness | Unsecured/Secured | NA |

| Sr. No. | Particulars | Details of Transactions | |
|---------|---|--|--|
| | *Cost of funds & tenure | The company shall pay interest and loan as per the agreement with the lender. | NA |
| | *Interest Rate, Repayment & secured or unsecured | Interest Rate as per mutually agreed. | NA |
| | Purpose of loan | Business Purposes | NA |
| (vi) | Percentage of the Company's annual consolidated turnover for the immediately preceding financial year, that is represented by the value of the proposed transaction | 23.19 % of the gross turnover of the FY 2024-25. | 1.36 % of the gross turnover of the FY 2024-25. |
| (vii) | Justification as to why the related party transaction is in the interest of the Company | The loan is unsecured / secured which is taken for the purpose of business also interest rate is not prejudicial to the company. | Transaction is in interest of company and at arm's length price. |
| (viii) | Details of valuation or other external party report, if such report has been relied upon | NA | NA |
| (ix) | Any other | All the material terms & conditions are/ to be finalized with the mutual consent of both the parties. | All the material terms & conditions are finalized/to be finalized with the mutual consent of both the parties. |

*(for item no. 4, sl. no. (v) above) Interest/Cost of loans of related party will be decided subsequent to and on the line as per settlement arrived at with Government of Jharkhand for their soft loans or as decided by the Board of the Company.

All the above transactions are in the ordinary course of business and on arm's length basis and the parties shall consider all the relevant factors before executing the transactions/agreements.

Except Independent Directors & their relatives all the other Non-Executive & Whole Time Directors & their relatives are interested in this resolution.

The said related party transactions have been recommended by the Audit Committee and Board of Directors of the Company for consideration & approval by the members.

It is pertinent to note that no related party shall vote to approve this resolution whether the entity is a related party to the particular transaction or not.

The Board recommends the Ordinary Resolution at Item No. 4 for approval of the Members.

Item No. 5: Consider and approve the appointment of M/s. Soniya Gupta and Associates, Company Secretaries, as Secretarial Auditor of the Company for 1st term of 5 (five) consecutive financial years

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") vide SEBI Notification w.e.f. December 13, 2024 and provisions of Section 204 of the Companies Act, 2013 ("Act") and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company is required to appoint Secretarial Auditors for a period of five (5) consecutive financial years.

Accordingly, the Board of Directors of the Company at its meeting held on August 12, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of M/s Soniya Gupta & Associates (M. NO. 7493 & C.P. No. 8136), Company Secretaries as Secretarial Auditors of the Company for 1st term

of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members of the Company.

M/s Soniya Gupta & Associates is a renowned Company Secretaries based in Delhi specialising in corporate law, with expertise spanning various domains. She has diverse experience in handling Secretarial Audit and Due Diligence etc. for large corporate house.

M/s Soniya Gupta & Associates has given her consent to be appointed as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and Listing Regulations, and also confirmed that she have not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and Listing Regulations.

Terms and Conditions of appointment & Remuneration:

(a) Terms of Appointment - For 1st term of five (5) consecutive financial years commencing from FY 2025-26 to FY 2029-30.

(b) Proposed Fee Rs. 50,000/- plus applicable taxes and out-of-pocket expenses for secretarial audit services for FY 2025-26 and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and M/s Soniya Gupta & Associates. There are no changes in the proposed fees payable to the Secretarial Auditor compared to the fees paid in the previous financial year.

The Board of Directors recommends the resolution set out at Item No. 5 for approval by the Members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in passing the proposed Resolution.

Item No. 6: Ratify the remuneration of Cost Auditors for the Financial Year ending 31st March 2026.

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. M.K. Singhal & Co., Cost Accountants (Firm Registration No. 00074) as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026.

In terms of the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2026 as set out in Item No. 6 of this Notice.

The Board of Directors recommends the resolution set out at Item No. 6 for approval by the Members as an Ordinary Resolution.

None of the Directors/ or Key Managerial Personnel of the Company and/ or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of this Notice.

INFORMATION PROVIDED PURSUANT TO REQUIREMENTS GIVEN UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON THE GENERAL MEETINGS IN RESPECT OF INDIVIDUALS PROPOSED TO BE APPOINTED/ RE-APPOINTED AS DIRECTOR(S):

| S. No. | Name of the Directors | Mrs. Kumkum Modi | Mr. Abhishek Modi |
|--------|--|---|---|
| 1. | Director Identification Number (DIN) | 00522904 | 00002798 |
| 2. | Date of Birth | 19-01-1951 | 22-12-1975 |
| 3. | Age | 74 years | 49 years |
| 4. | Date of appointment | 04-06-2011 | 14-02-2001 |
| 5. | Expertise in specific field | She is an accomplished, dedicated and focused person who always shares her insights on policy planning, vision and strategy of the Company, besides corporate governance and Board coordination. | He has very vast experience in various fields like Sugar, Distillery, Iron & Steel and Power etc. He has been instrumental in bringing the largest number of internationally renowned collaborators to India. |
| 6. | No. of equity shares held in the Company. (as on 31st March, 2025) | 5500 shares | 1100 shares |
| 7. | Qualifications | M.A. from University of Delhi. | MBA in General Management from Harvard Business School, Boston and Chemical Engineer from Manipal Institute of Technology, Karnataka. |
| 8. | List of directorships in other companies | 1. A to Z Holdings Private Limited 2. Modi Industries Limited 3. Jayesh Tradex Pvt. Ltd. 4. Bihar Sponge Iron Limited 5. Modiline Travel Services Pvt. Ltd 6. Win-Medicare Private Limited 7. Jai Abhishek Investments Pvt. Ltd. 8. Longwell Investment Pvt. Ltd. 9. Modi Hitech India Limited 10. Modi-Mundipharma Pvt. Ltd. 11. Umesh Modi Corp Pvt. Ltd 12. SBEC Sugar Limited 13. Beauty Products Lanka (Private) Limited (formerly known as Revlon Lanka (Private) Limited | 1. A to Z holdings Pvt. Limited 2. Bihar Sponge Iron Limited 3. Longwell Investment Pvt. Ltd. 4. Modi Goods and Retail Services Pvt. Ltd. 5. Modi Hitech India Limited 6. Modi Illva India Pvt. Ltd. 7. Modi Industries Limited 8. Modi-Mundipharma Pvt. Ltd. 9. SBEC Sugar Ltd 10. Modi Arts Pvt. Ltd 11. SBEC Bioenergy Ltd 12. Win Medicare Pvt. Ltd 13. Modiline Travel Services Pvt. Ltd 14. Confederation of Indian Alcoholic Beverage Companies (U/s 25) 15. Modi Casing and Packaging Pvt. Ltd. |

| S. No. | Name of the Directors | Mrs. Kumkum Modi | Mr. Abhishek Modi |
|---------------|--|--|---|
| 9. | Membership/ Chairman of Committees of the other Companies including BSIL. (includes only Audit Committee and Stakeholders Relationship Committee) | NIL | NIL |
| 10. | Number of meetings of the Board attended during the year. | 2 out of 5 | 3 out of 5 |
| 11. | Terms and Conditions of appointment/ reappointment | Mrs. Kumkum Modi and Mr. Abhishek Modi have been appointed in terms of the provisions of Act and are responsible to undertake their respective roles and responsibilities prescribed under the provisions of the Act and other laws for the time being in force. In addition, they are also responsible to undertake the roles and responsibilities assigned by the Board from time to time. | |
| 12. | Details of proposed remuneration and the remuneration last drawn, if any. | The non- executive director(s) will be entitled to sitting fee, approved by the Board from time to time. Details of last remuneration is mentioned in the Annual Report for the Financial Year 2024-25. She has waived her sitting fees. | The non- executive director(s) will be entitled to sitting fee, approved by the Board from time to time. Details of last remuneration is mentioned in the Annual Report for the Financial Year 2024-25. He has waived his sitting fees. |
| 13. | Relationship, if any between Directors inter se | There is no inter-se relationship between Mrs. Kumkum Modi and other directors or KMP except Mr. Umesh Kumar Modi, being Husband Mr. Abhishek Modi and Mr. Jayesh Modi are the Sons of Mrs. Kumkum Modi. | There is no inter-se relationship between Mr. Abhishek Modi and other directors or KMP except Mr. Umesh Kumar Modi being Father, Mrs. Kumkum Modi, being Mother and Mr. Jayesh Modi being Brother of Mr. Abhishek Modi. |

**For & on behalf of the Board of
Bihar Sponge Iron Limited**

**Sd/-
Umesh Kumar Modi
Chairman & President
DIN: 00002757**

**Place : New Delhi
Date: 12th August, 2025**

BSIL
BIHAR SPONGE IRON
LIMITED

43RD ANNUAL REPORT
2024-2025

Board of Directors

Mr. Umesh Kumar Modi Chairman & President
Mrs. Kumkum Modi
Mr. Abhishek Modi
Mr. Jayesh Modi
Mr. Aditya Kumar Modi
Mr. Ajay Kumar Aggarwal
Mr. Pramod Kumar Gupta
Mr. Salil Seth
Mr. Adhish Sharma
Mr. Rohit Chawdhary
Ms. Mohi Kumari

Chief Financial Officer

CA Sachin

Company Secretary

CS Vimal Prasad Gupta

Statutory Auditors

M/s Doogar & Associates
Chartered Accountants

Secretarial Auditors

M/s Soniya Gupta & Associates
Company Secretaries

Registered Office & Plant site

Chandil, Dist. Saraikela- Kharsawan,
Jharkhand. PIN-832401.

e-mail: companysecretary@bsil.org.in / Web: www.bsil.org.in

CIN - L27106JH1982PLC001633

Bankers

UBI, SBI, HDFC Bank, ICICI Bank

Registrars and Share Transfer Agent

M/s Beetal Financial & Computer Services Pvt. Ltd.
Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Complex,
Near Dada Harsukh Das Mandir,
New Delhi – 110062. Email - beetalrta@gmail.com
Website: www.beetalfinancial.com

Internal Auditors

M/s Sarat Jain & Associates
Chartered Accountants

Cost Auditors

M/s M.K. Singhal & Co.
Cost Accountants

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SHRI UMESH KUMAR MODI
CHAIRMAN AND PRESIDENT
 BIHAR SPONGE IRON LIMITED (BSIL)

DIRECTORS' REPORT

Dear Members,

Your directors take pleasure in presenting the 43rd Annual Report along with the Audited Financial Statements of the Company along with audited accounts for the Financial Year ended 31st March, 2025.

Financial Performance

(Rs. Lakhs)

| Financial Parameters | FY 2024-25 | FY 2023-24 |
|---|-------------------|-------------------|
| Sales (Net of GST) | 31,941.64 | 26,665.10 |
| Other Income | 2,990.62 | 2,551.57 |
| Profit / (Loss) before Interest, Depreciation & Exceptional Items | 1,442.31 | 1,167.68 |
| Interest & Finance Charges | - | - |
| Depreciation | 402.88 | 423.20 |
| Profit/(Loss) for the year before Exceptional Items | 1,039.43 | 744.48 |
| Exceptional Items -Net income / (Expenditure) | - | - |
| Provision for Tax | - | - |
| Other Comprehensive Income | 0.27 | - |
| Profit/(Loss) for the year carried to Balance Sheet | 1,039.70 | 744.48 |

Outlook

In essence, the outlook for the Indian Steel Sector in FY26 is decidedly positive. While the industry will continue to monitor global dynamics, the proactive stance on safeguard

duties is expected to effectively manage import challenges. This coupled with the strong domestic demand, and robust infrastructure push, positions Indian steelmakers to capitalise on their strong domestic foundation and strategic investments, ensuring sustained growth and profitability throughout FY26.

For the last three years i.e. FY22, FY23, FY24, the steel industry has been going through the fastest period of growth witnessed after the global financial crisis faced earlier. In FY2024, the industry registered a consumption growth of 13.6%, which is only marginally lower than the peak of 13.9% registered in FY2006 during the golden period of India's private sector capex.

Steel being a globally traded commodity, the external environment, therefore, plays a crucial role in determining the health of the domestic industry. Given the sub-par economic growth outlook in China, along with other leading global steel-producing and consuming hubs, steel trade flows have been redirected to high-growth markets like India. Consequently, domestic finished steel imports have been steadily rising since FY2023.

India is the world's second-largest producer of crude steel. The government has taken various steps to boost the sector including the introduction of National Steel Policy 2017 and allowing 100% Foreign Direct Investment (FDI) in the steel sector under the automatic route. The Government's National Steel Policy 2017 aims to increase the per capita steel consumption to 160 kgs by 2030-31.

Demand for steel in India will reach 300 million tones by 2030, driven by rising construction activities. Steel companies are looking to restart expansion projects on the back of burgeoning steel processes.

Sponge Iron is the basic raw material for Steel manufacturers, so it is growing up parallel with steel demand. According to National Steel Policy, 2017, the aim is to increase the DRI production from 37.14 million tons to 80 million tons by 2030-31. India has huge untapped potential for the growth in the sponge iron industry, as it has still one of the lowest steel consumptions per capita (74.3 Kg.). The industry's prospects are looking bright.

Operations

The Company was constrained to shut its Plant and Operations since 9th August, 2013 on account of sudden stoppage of coal supply by Central Coalfields Limited, a Unit of Coal India Limited against long term Fuel Supply Agreement. The Coal available through online auction from various Coal Companies was of lower grades and was also available at high price, therefore, it was not economically viable for the company to operate with the costlier coal.

As reported last year, with a view to earning some revenue, the Company had entered into a Facility User Agreement dated 30.12.2020 with M/s. Vanraj Steels Private Limited, Mr. Manoj Kumar Agarwal and M/s. Parasnath Advisory Private Limited.

After complete overhauling and renovation work of the plant as well as the railway siding, the possession of the same had been handed over to M/s. Vanraj Steels Private Limited on 12th January, 2022. With the handing over of the plant, the Company has started receiving the operating income.

Now the plant is in operation, and with the restart of the plant, Company has started earning revenue and there is a profit of Rs. 1039.70 Lacs during FY 2024-25. Management is hopeful of earning good profit in future and losses suffered in past will get wiped out in due course.

The financial statements, as such, have been prepared on a going concern basis on the strength of management's plan of revival including restructuring of liabilities, operation of the plant through a third-party ensuring generation of revenue.

5 MW Power Plants/ Steel Plant

The Company has power plant of 5 MW for power generation based on 80% Dolo Char + 20% Coal Fine, being produced in the manufacturing of sponge iron. Due to the high price of coal, power generation cost is very high and not viable to operate. To control the overhead cost, the Company has taken 3 MW power connection from Jharkhand State Electricity Board. Power is easily available from Jharkhand Bijli Vitran Nigam Limited without any interruption and achievement of production target is quite easy.

Corporate Social Responsibility

The Board of Directors of the Company had dissolved the Corporate Social Responsibility Committee pursuant to the

provision of Section 135(9) of the Companies Act, 2013 ("the Act") and the functions of the said Committee are now being discharged by the Board. The Company has a Corporate Social Responsibility (CSR) Policy in accordance with the provisions of the Act and rules made thereunder. The CSR Policy along with the CSR projects approved by the Board; and the relevant details are disclosed on the website of the Company at www.bsil.org.in.

The Annual Report on the CSR activities undertaken by the Company during the Financial Year under review, in the prescribed format, is annexed to this Report as "Annexure -F".

Dividend

In view of the losses suffered by the Company in the past, no dividend has been proposed for the financial year ended 31st March, 2025.

Share Capital

The Paid-up Equity Share Capital as on 31st March, 2025 is Rs. 9020.54 lakhs. During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

Fixed Deposits

During the year under review, your Company has not accepted any deposits within the meaning of provisions of Chapter V – Acceptance of Deposits by Companies, of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

Subsidiary, Associate and Joint Ventures

The Company does not have any Subsidiary, Associate or Joint Venture Company as on 31st March, 2025.

Material Changes and Commitments

There were no material changes and commitments affecting the financial position of the Company which occurred between the end of financial year and the date of report.

Directors

Changes in Directors and Key Managerial Personnel

Since last reported, the following changes have taken place in the Board of Directors and Key Managerial Personnel:

Mrs. Kumkum Modi (DIN:00522904) was appointed as Non-Executive Director of Bihar Sponge Iron Limited w.e.f. 04-06-2011 and her re-appointment by rotation was made in AGM of last year (2024).

The SEBI (LODR) (Amendment) Regulations, 2024, Regulation 17(1A) provides, before the completion of 75 years, the Company is required to place her re-appointment as Director for Shareholders' approval in the upcoming Annual General Meeting of the Company through Special Resolution.

In view of above, the Board of Directors of the Company at its meeting held on 12th August, 2025 pursuant to the recommendations of Nomination and Remuneration Committee has approved the re-appointment of Mrs. Kumkum Modi (DIN:00522904) as a Non-Executive Non- Independent Director of the Company pursuant to the Regulation 17 (1A) of SEBI Listing Regulations and subject to approval of the shareholders.

Mr. Vijay Kumar Modi (DIN: 00004606), Mr. Anirudh Kumar Modi (DIN: 01751260) and Mrs. Asha Agarwal (DIN: 09026835), Non-Executive Independent Directors of the Company have resigned from the Board w.e.f. 27th August, 2024, due to their preoccupation with other professional activities.

Board has appointed Mr. Rohit Chawdhary (DIN: 10751087), Ms. Mohi Kumari (DIN: 09696682) and Mr. Adhish Sharma (DIN: 10751609) as Non-Executive Independent Directors, not liable to retire by rotation, of the Company for the first term of consecutive 5 (five) years w.e.f. 16th September 2024 till 15th September, 2029.

None of the Directors of the Company is disqualified under Section 164 (2) of the Act. Your directors have made necessary disclosures as required under various provisions of the Companies Act, 2013.

Composition of Key Managerial Personnel

Pursuant to the relevant provisions of Section 203 of the Act, the Company has the following KMPs:

| S. No. | Name | Designation |
|--------|------------------------|--|
| 1. | Mr. Aditya Kumar Modi | Whole Time Director (Designated as Director – Operations cum Occupier) |
| 2. | Mr. Sachin | Chief Financial Officer |
| 3. | Mr. Vimal Prasad Gupta | Company Secretary & Compliance Officer |

Declaration by Independent Directors

All the Independent Director(s) have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations.

Formal Evaluation of Board, Committees and Directors

Pursuant to the provisions of Section 134 of the Act and Regulation 17 of the SEBI Listing Regulations, Independent Directors at their meeting (without participation of the Non-Independent Directors and Management) have considered/evaluated the Boards' performance, Performance of the Chairman and other Non-Independent Directors.

The Board subsequently evaluated the performance of the Independent Directors as per the criteria laid down and has recommended their continuation on the Board of the Company. The working of its Committees (Audit, Nomination

and Remuneration and Stakeholders Relationship) and Independent Directors (without participation of the Director being evaluated) were also evaluated. The criteria for performance evaluation have been detailed in the Corporate Governance Report.

Number of Board Meetings

During the year 2024-25, Five (5) Board Meetings were convened and held. Details of the same are given in the Corporate Governance Report which forms part of this report. The intervening gap between either two meetings was within the period prescribed under the Act, and the SEBI Listing Regulations.

Directors' Responsibility Statement

Pursuant to Section 134 (5) of the Act, the Directors of your Company declare as under that:

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the directors had prepared the annual accounts on a going concern basis;
- the directors, had laid down and implemented internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Statement regarding opinion of the Board with regard to Integrity, Expertise and Experience of the Independent Director appointed during the year

During the Year, Mr. Rohit Chawdhary (DIN: 10751087), Ms. Mohi Kumari (DIN: 09696682) and Mr. Adhish Sharma (DIN: 10751609) were appointed as Non-Executive Independent Directors, not liable to retire by rotation, of the Company for the first term of consecutive 5 (five) years w.e.f. 16th September 2024 till 15th September, 2029. In the opinion

of Board Mr. Rohit Chawdhary, Ms. Mohi Kumari and Mr. Adhish Sharma are persons with high moral values, having rich experience in the matter of Corporate Laws and good corporate governance.

Significant and Material orders passed by the Regulators or Courts or Tribunals

During the year under review, there were no significant material orders passed by the Regulators or Courts or Tribunals that could impact the going concern status of the Company and its future operations.

Auditors and Auditors Report

Statutory Auditor

The Company has appointed M/s. Doogar & Associates, Chartered Accountants (FRN: 000561N), as Statutory Auditors of the Company, to hold office for a 1st term of five (5) consecutive years from the conclusion of the 42nd Annual General Meeting (AGM) until the conclusion of the 47th AGM of the Company.

Auditor's Qualification

Notes to accounts referred to in the Auditor's Report are self-explanatory and therefore do not call for any further explanation. However, the following has not been recognized as explained below:

- a. Rs. 215.28 Lakhs recovered by South Eastern Coal Fields Ltd as penalty on account of short lifting of coal quantity in terms of Fuel Supply Agreement as the matter has been disputed by the Company under writ petition. Since the writ petition filed by Company before the Hon'ble High Court of Chhattisgarh, Bilaspur has been disposed off on 5th March, 2025 with the directions "*The concerned authority shall afford an opportunity of hearing to the petitioner and the respondent/SECL and a decision shall be taken by the said authority strictly in accordance with the law in an objective manner. The authority concerned shall consider the submissions made by the petitioner or its representatives and decide the same preferably within a period of 60 days from the 21st of April, 2025. The petitioner would be at liberty to revive its prayer, if the cause of action still subsists*".

In accordance with the said order of Hon'ble High Court, meeting of both parties was held on 19.06.2025. SECL did not consider the representation made by the Company and disposed off the matter. Now company is planning to file an appeal in the Hon'ble High Court.

Pending final settlement the amount has been included in long terms loans and advances.

The Company is hopeful that it would get an order in its favour in the said proceedings.

- b. The company has taken loan from their promotor's companies. Interest on unsecured loan taken from Promoters and other parties from 10.08.2013 to 31.03.2025 has not been taken into account as the Company will approach the lenders for the waiver of the interest on unsecured loan.
- c. Interest on Soft Loan from Government of Jharkhand under Jharkhand Industrial Rehabilitation Scheme 2003 amount to Rs. 8482.83 lakhs. However, interest only to the extent of Rs. 2746.19 lacs has been provided in books (i.e. until 10th August, 2013) and is subject to approval of representations for waiver of the entire amount.

Internal Auditors

M/s. Sarat Jain & Associates, Chartered Accountants (FRN: 014793C), Noida, conducted Internal Audit periodically and submitted their reports to Audit Committee. Their Reports have been reviewed by the Audit Committee.

Cost Auditors

The Board of Directors, on the recommendation of the Audit Committee, have appointed M/s. M.K. Singhal & Co., Cost Accountants (FRN: 00074), as the Cost Auditors to audit the cost accounting records maintained by the Company for the financial year 2025-26 at a remuneration of Rs.1,00,000/- plus taxes as applicable and reimbursement of out-of-pocket expenses. As required under the Companies Act, 2013, a resolution seeking member's approval for the remuneration payable to the Cost Auditor forms part of the notice convening the 43rd Annual General Meeting.

Secretarial Auditor

M/s. Soniya Gupta & Associates, Company Secretaries (PCS COP No. 8136) were appointed as the Secretarial Auditor of the Company in relation to the financial year 2024-25, in terms of Section 204 of the Companies Act, 2013.

The Secretarial Audit Report for financial year 2024-25 is attached as "**Annexure – A**" with this report.

The observations in the secretarial audit report are self-explanatory and therefore do not call for any further explanation.

In view of the recent amendments to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company at its meeting held on 12th August, 2025 pursuant to the recommendations of Audit Committee has approved the appointment of M/s. Soniya Gupta & Associates, Company Secretaries (PCS COP No. 8136) as a Secretarial Auditor of the Company for the 1st term of 5 years from financial year 2025-26 to 2029-30 pursuant to the above said regulation and subject to approval of the shareholders.

Particulars of Loans, Guarantees or Investments under Section 186

The Company has not given any loans, guarantees or made any investments under Section 186 of Companies Act, 2013 during the financial year 2024-25.

Internal Financial Control and their Adequacy

The Company has adopted policies and procedures for ensuring 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 timely preparation of reliable financial disclosures.

Risk Management Policy

As per Section 134(3) (n) of the Companies Act, 2013, the Company has adopted a Risk Management Policy which is reviewed on a periodic basis to recognize and reduce exposure to risks wherever possible. The Company's Risk management policies are based on the philosophy of achieving substantial growth and managing risks involved.

Nomination and Remuneration Policy

In accordance with the requirements under Section 178 of the Companies Act, 2013 and Listing Regulations, the Committee formulated a Nomination and Remuneration policy to govern the nomination/appointment, criteria for determining qualifications, positive attributes, independence of a Director and remuneration of Directors, Key Managerial Personnel, other employees and senior Management of the Company. Details of Composition of Committee are given in the Corporate Governance Report.

The aforesaid policy can be accessed on the Company's website at www.bsil.org.in/policies.html.

Vigil Mechanism/ Whistle Blower Policy

In compliance of Section 177 (9) & (10) of the Companies Act, 2013 and in terms of Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has set up a whistle blower policy which can be viewed on the Company's website at www.bsil.org.in/policies.html. In terms of the said policy, the Directors and employees are given direct access to the Chairman of the Audit Committee to report on alleged wrong doings.

Your Company hereby affirms that no Director/ employee has been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

Particulars of Contracts or Arrangements with Related Parties

All the Related party Transactions entered by the Company during the financial year were done in the ordinary course of business and at Arm's Length. The Audit Committee granted

omnibus approval for the said related party transactions (which are repetitive in nature) and the same was reviewed by the Audit Committee and the Board of Directors.

During the year, your Company had not entered materially significant transactions i.e. transactions exceeding ten percent of the annual consolidated turnover with Related Parties. All the transactions made are within the limits approved by the Board and/or Shareholders of the Company. Furthermore, suitable disclosures as are required under IND AS - 24 have been made in the Notes to the Financial Statements.

The details of these transactions, as required to be provided under section 134(3) (h) of the Companies Act, 2013 are disclosed in Form AOC-2 as "Annexure-B" and forms part of this report.

The policy on materiality to regulate transactions between the Company and its related parties, in compliance with the applicable provisions of the Act, and regulation 23 of the Listing Regulations, as amended, is uploaded and can be viewed on the Company's website at www.bsil.org.in/policies.html.

Extract of the Annual Return

The extract of the Annual Return as per the provisions of Section 92 of Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules, 2014 will be made available on the website of the Company at www.bsil.org.in.

Particulars of Employees and Related Disclosures

Disclosure with respect to remuneration of Directors and employees as required under section 197 (12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Board report for the year ended 31st March, 2025 are given in "Annexure-C" to this Report.

Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 of the Companies Act, 2013 read with rule (8)(3) of the Companies Account Rules, 2014 is enclosed in "Annexure-D" and forms part of this report.

Corporate Governance

A report on Corporate Governance along with an Auditors' Certificate confirming compliance of conditions of Corporate Governance as stipulated under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual report.

Management Discussion Analysis Report

In terms of Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015, Management Discussion and Analysis Report is annexed as “Annexure-E” and form part of this report.

Listing of Securities

The equity shares of your Company continue to be listed on BSE Ltd. and the listing fee for the Financial Year 2025-26 has been paid.

Compliance with Secretarial Standards

The Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India as approved by Central Government as required under Section 118(10) of the Companies Act, 2013.

Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company is committed to providing a safe and conducive work environment to all of its employees and associates. The Company has created the framework for individuals to seek recourse and redressal to instances to sexual harassment. The Company has in place a Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH, 2013). The policy formulated by the Company at prevention of sexual harassment is available on the website of the Company at <https://bsil.org.in/policies.html>.

The Company has complied with the provision relating to the constitution of Internal Committee under POSH, 2013. In the Board Meeting held on 27th May, 2024, the Company had constituted the Internal Committee.

During the Financial Year 2024-25, no complaint pertaining to sexual harassment at work place has been received by the Company, hence no complaint is outstanding as on 31st March, 2025 for redressal.

Compliance with the Maternity Benefit Act, 1961:

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder. The Company is committed to ensure a safe, inclusive, and supportive workplace for women employees. As per policy of the Company, all eligible women employees, are entitled to maternity benefits as prescribed under the Maternity Benefit Act, 1961, including paid maternity leave, nursing breaks, and protection from dismissal during maternity leave.

The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary internal systems and HR policies are in place to uphold the spirit and letter of the legislation.

Gender-wise Composition of Employees:

In alignment with the principles of diversity, equity, and inclusion (DEI), the Company discloses below the gender composition of its workforce on role of the Company as on 31st March, 2025.

Male Employees: 23

Female Employees: Nil

Transgender Employees: Nil

The Company's efforts to promote an inclusive workplace culture and equal opportunity for all individuals, regardless of gender but plant is in interior location from city, so female employees do not prefer to join in our plant location.

Details of application made or any proceeding pending under The Insolvency and Bankruptcy Code

During the year under review, no application was made, nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016.

Details of difference between amount of the Valuation done at the time of One Time Settlement and the Valuation done while taking Loan from the Banks or Financial Institutions along with the reasons thereof

During the year under review, no one time settlement was made by the Company with any Banks or Financial Institutions.

Acknowledgement

Your directors take this opportunity to place on record their sincere thanks to all stakeholders, various departments of Central Government, the Government of Bihar and Jharkhand, Financial Institutions and Banks for their valuable assistance. Your directors equally acknowledge the trust reposed by you in the Company. The Directors also wish to place on record their appreciation for the all-round support and co-operation received from the employees at all levels.

**For & on behalf of the Board of Directors of
Bihar Sponge Iron Limited**

**Sd/-
Umesh Kumar Modi
Chairman & President
DIN: 00002757**

**Place: New Delhi
Date: 12th August, 2025**

Annexure-A

Form MR-3
Secretarial Audit Report
of

BIHAR SPONGE IRON LIMITED
(For the year ended on 31.03.2025)

[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
Bihar Sponge Iron Ltd.
Umesh Nagar, Chandil,
Distt. Saraikela – Kharsawan, Jharkhand.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by BIHAR SPONGE IRON LTD. (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 the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on 31st March, 2025 according to the provisions of:

- i. The **Companies Act, 2013 (the Act)** and the Rules made thereunder;
- ii. The Securities and Exchange Board of India (**Listing Obligations and Disclosure Requirements**) Regulations, 2015 thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

The Management has identified and confirmed the following laws as specifically applicable to the Company:

- (a) The Factories Act, 1948
- (b) The Industrial Relations Act, 1969
- (c) The Payment of Bonus Act, 1965, and rules made thereunder,
- (d) The Industrial Dispute Act, 1947
- (e) The Water (Prevention & Control of Pollution) Act, 1974, read with Water (Prevention & Control of Pollution) Rules, 1975.
- (f) The Air (Prevention & Control of Pollution) Act, 1981 read with the Air (Prevention & Control of Pollution) Rules, 1982
- (g) The Contract Labour (Regulation and Abolition) Act, 1970
- (h) The Industrial Employment (Standing Orders) Act, 1946
- (i) The Indian Boilers Act, 1923

- (j) The Electricity Act, 2003 and other acts related to power generation.
- (k) The Insolvency and Bankruptcy Code, 2016
- (l) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

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 Bombay Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above except to the extent as mentioned below:

1. ***The shareholding of promoters and group of promoters which needs to be 100% in demat form is dematerialized only to the extent of 47.95% share as on 31.03.2025. The Company has intimated the promoters to get the shares dematerialised, the same is in process. 32500300 shares held in the name of Moderate Leasing and Capital Services Limited are pledged.***

2. ***The Company had taken secured soft loan under Jharkhand Industries Rehabilitation Scheme, 2003 from the State Government of Jharkhand.***

The principal amount of Soft Loan of Government of Jharkhand has been fully paid, however, the interest is still pending and the Company has approached the lender for waiver of interest.

3. ***Further, the Company has taken loan from their promotor companies.***

The company has approached its promoters for one time settlement of their loans. The settlement will be subsequent to and on the line as per settlement arrived at with Government of Jharkhand for soft loans.

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 that took place during the period under review were carried out in compliance with the provisions of the Act.

During the financial year, Mr. Adhish Sharma, Ms. Mohi Kumari, and Mr. Rohit Chawdhary were appointed as Additional Directors of the Company with effect from 16th September, 2024. Their appointments were duly regularised by the members at the Annual General Meeting held on 28th September, 2024.

Further, Mr. Vijay Kumar Modi, Mr. Anirudh Kumar Modi and Ms. Asha Agarwal has resigned from the position of Director on 27th August, 2024 during the period under review.

We further report that, M/s Dooger & Associates have been appointed as the Statutory Auditors of the company for a period of 5 years during the financial year pursuant to the shareholders approval obtained in the Annual General Meeting held on 28th September, 2024

Adequate notices are 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 exist for seeking and obtaining further information and clarifications on agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views 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.

**For Soniya Gupta & Associates
Company Secretaries**

**(Soniya Gupta)
Proprietor
M. No. 7493
COP No. 8136**

PRFCN: 1548/2021

UDIN: F007493G000958806

Place : New Delhi

Date : 12.08.2025

{This report is to be read with our letter of even date which is annexed as Annexure "1" and forms an integral part of this report.}

Annexure “I”

To,
The Members
Bihar Sponge Iron Ltd.
Umesh Nagar, Chandil,
Distt. Saraikela – Kharsawan, Jharkhand.

Our report of even date is to be read alongwith 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 records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures 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 Soniya Gupta & Associates
Company Secretaries**

**(Soniya Gupta)
Proprietor
M. No. 7493
COP No. 8136
PRFCN: 1548/2021**

**Place : New Delhi
Date : 12.08.2025**

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)

To,
The Members of
M/s. Bihar Sponge Iron Limited
Umesh Nagar, Chandil,
Distt. Saraikela- Kharsawan, Jharkhand- 832401.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Bihar Sponge Iron Limited** having CIN: **L27106JH1982PLC001633** and having registered office at Umesh Nagar, Chandil, Distt. Saraikela-Kharsawan, Jharkhand- 832401 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

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 Soniya Gupta & Associates
Company Secretaries

Sd/-
(Soniya Gupta)
Proprietor M. No. 7493
COP No. 8136
PRFCN: 1548/2021
UDIN: F007493G001024465

Date: 12/08/2025
Place: New Delhi

Annexure-B

FORM NO. AOC - 2

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

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

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

| S. No. | Name of Related Party | Nature of Relationship | Nature and Duration of the contracts/ arrangements/ transaction | Salient terms of the contracts/ arrangements/ transaction including the value, if any | Justification for entering into such contracts/ arrangements/ transactions | Date of approval by the Board | Amount paid as advances, if any | Date on which the OR was passed in GM |
|--------|-----------------------|------------------------|---|---|--|-------------------------------|---------------------------------|---------------------------------------|
|--------|-----------------------|------------------------|---|---|--|-------------------------------|---------------------------------|---------------------------------------|

Not Applicable

2. Details of contracts or arrangements or transactions at Arm's length basis.

| S. No. | Name of Related Party | Nature of Relationship | Nature and Duration of the contracts/ arrangements/ transaction | Salient terms of the contracts/ arrangements/ transaction including the value, if any | Date of approval by the Board | Amount paid as advances, if any |
|--------|-----------------------------------|--|---|---|--|---------------------------------|
| 1 | Modi Hitech India Ltd. | Mr. U. K. Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi, Mr. Jayesh Modi and Mr. Anirudh Kumar Modi are common directors. | 01-04-2024 to 31-03-2025 | Rent received at arm's length basis of Rs. 18.08 Lakhs. Consultancy Charges Paid - Rs. 150 Lakhs. | Transactions for each of the four quarters were approved by the Board in their meeting held on 27th May, 2024, 14th August, 2024, 14th November, 2024 and 14th February, 2025. | NIL |
| 2 | G S Pharmbutor Pvt. Ltd. | G S Pharmbutors Pvt. Ltd. holds more than 20 % of shares in Moderate Leasing and Capital Services Limited which is a promoter group company and holds 49.10 % shares of the Company. | 01-04-2024 to 31-03-2025 | Rent Received Rs. 0.36 Lakhs. Net Loan paid Rs. 187 Lakhs. | | NIL |
| 3 | Modiline Travel Service Pvt. Ltd. | Mrs. Kumkum Modi and Mr. Abhishek Modi as common directors and Mr. U. K. Modi and Mr. Jayesh Modi as relatives of directors. | 01-04-2024 to 31-03-2025 | Support Services at arm's length basis of Rs. 3.98 Lakhs | | NIL |
| 4 | Jayesh Tradex Pvt. Ltd. | Mrs. Kumkum Modi and Mr. Jayesh Modi as common directors and Mr. U.K. Modi, Mr. Abhishek Modi and Mrs. Shreepriya Modi as relative of directors. | 01-04-2024 to 31-03-2025 | Purchase of Stationery & Computer Items etc. of Rs. 1.79 Lakhs. | | NIL |

| S. No. | Name of Related Party | Nature of Relationship | Nature and Duration of the contracts/ arrangements/ transaction | Salient terms of the contracts/ arrangements/ transaction including the value, if any | Date of approval by the Board | Amount paid as advances, if any |
|--------|---|--|---|---|-------------------------------|---------------------------------|
| 5 | Win Medicare Pvt. Ltd. | Mr. U. K. Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi, Mr. Jayesh Modi are common directors. Ms. Himani Modi Agarwal is relative of directors. | 01-04-2024 to 31-03-2025 | Telephone Expenses Rs.0.01 Lakhs. | | NIL |
| 6 | Daya Charitable Trust | Mr. U. K. Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi and Mr. Jayesh Modi are common trustees/directors. | 01-04-2024 to 31-03-2025 | CSR Expenses Paid - Rs. 18.56 Lakhs. | | NIL |
| 7 | Moderate Leasing & Capital Services Pvt. Ltd. | Moderate Leasing and Capital Services Ltd. which is a promoter group Company and which holds 49.10% Shares of the Company. | 01-04-2024 to 31-03-2025 | Consultancy Charges Paid - Rs.360 Lakhs. Loan Repaid Rs. 82.20 Lakhs. | | NIL |
| 8 | H.M. Tubes & Containers Pvt. Ltd. | Ms. Himani Modi Agarwal is relative of directors. | 01-04-2024 to 31-03-2025 | Purchase of Goods of Rs. 0.06 Lakhs. | | NIL |

**For & on behalf of the Board of Directors of
Bihar Sponge Iron Limited**

**Sd/- Umesh Kumar Modi
Chairman & President
DIN: 00002757**

**Place : New Delhi
Date: 12th August, 2025**

Annexure-C

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

1. Information as per Section 197(12) read with Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014:

- (a) The median remuneration of employees of the Company during the financial year 2024-25 was Rs. 4,09,926/- (12 months). The Ratio of the Remuneration of each Director to the Median Remuneration of the Employees of the Company for the financial year 2024-25 is as under:

| Directors | Designation | Remuneration of Directors in Financial Period 2024-25 (Rs.) | Ratio of Remuneration to Median Remuneration of Employees |
|--|---------------------------------------|---|---|
| Mr. Umesh Kumar Modi* | Non-Executive Director | N.A. | N.A. |
| Mrs. Kumkum Modi* | Non-Executive Director | N.A. | N.A. |
| Mr. Abhishek Modi* | Non-Executive Director | N.A. | N.A. |
| Mr. Jayesh Modi* | Non-Executive Director | N.A. | N.A. |
| Mr. Vijay Kumar Modi* (Ceased to be a Director w.e.f. 27-08-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Aditya Kumar Modi# | Whole Time Director | 45,65,295 | 11:1 |
| Mr. Anirudh Kumar Modi* (Ceased to be a Director w.e.f. 27-08-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Mrs. Asha Agarwal* (Ceased to be a Director w.e.f. 27-08-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Salil Seth* | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Ajay Kumar Aggarwal* | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Pramod Kumar Gupta* | Non- Executive & Independent Director | N.A. | N.A. |
| Mrs. Mohi Kumari * (Appointed as Director w.e.f 16-09-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Rohit Chawdhary * (Appointed as Director w.e.f 16-09-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Adhish Sharma* (Appointed as Director w.e.f 16-09-2024) | Non- Executive & Independent Director | N.A. | N.A. |

*All the Non-Executive Directors of the Company were not paid any remuneration and were paid only sitting fee for attending the meetings of the Board/Committee of Directors Rs. 1000/- per meeting. Mr. Umesh Kumar Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi & Mr. Jayesh Modi, Non-executive Directors of the Company, have waived their sitting fees and hence not paid to them. Therefore, the said ratio of remuneration of each Non-Executive Directors to median remuneration of the employees of the Company is not applicable.

Mr. Aditya Kumar Modi was appointed as Whole time Director and drawing the remuneration from the Company.

- (b) The percentage increase in Remuneration of each Director, Whole Time Director, Chief Financial Officer and Company Secretary in the financial year 2024-25:

Directors

| Directors | Designation | Remuneration of Directors in Financial Period 2024-25 (Rs.) | % Increase in Remuneration |
|---|---------------------------------------|---|----------------------------|
| Mr. Umesh Kumar Modi* | Non-Executive Director | N.A. | N.A. |
| Mrs. Kumkum Modi* | Non-Executive Director | N.A. | N.A. |
| Mr. Abhishek Modi* | Non-Executive Director | N.A. | N.A. |
| Mr. Jayesh Modi* | Non-Executive Director | N.A. | N.A. |
| Mr. Vijay Kumar Modi* (Ceased to be a Director w.e.f. 27-08-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Aditya Kumar Modi# | Whole Time Director | 45,65,295 | 16 % |
| Mr. Anirudh Kumar Modi* (Ceased to be a Director w.e.f. 27-08-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Mrs. Asha Agarwal* (Ceased to be a Director w.e.f. 27-08-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Salil Seth* | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Ajay Kumar Aggarwal* (Appointed as a Director w.e.f. 01-09-2023) | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Pramod Kumar Gupta* | Non- Executive & Independent Director | N.A. | N.A. |
| Mrs. Mohi Kumari * (Appointed as Director w.e.f 16-09-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Mr. Rohit Chawdhary * (Appointed as Director w.e.f 16-09-2024) | Non- Executive & Independent Director | N.A. | N.A. |
| Adhish Sharma (Appointed as Director w.e.f 16-09-2024) | Non- Executive & Independent Director | N.A. | N.A. |

*All the Non-Executive Directors of the Company were not paid any remuneration and were paid only sitting fee for attending the meetings of the Board/Committee of Directors Rs. 1000/- per meeting. Mr. Umesh Kumar Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi & Mr. Jayesh Modi, Non-executive Directors of the Company, have waived their sitting fees and hence not paid to them. Therefore, the said % increase in remuneration of each Non-Executive Directors of the Company is not applicable.

Mr. Aditya Kumar Modi was appointed as Whole time Director and drawing the remuneration from the Company.

Key Managerial Personnel's (KMPs)

| Key Managerial Personnel (KMP) | Designation | Remuneration of KMP in Financial Year 2024-25 | % increase in remuneration* |
|--------------------------------|-------------------------|---|-----------------------------|
| Mr. Aditya Kumar Modi | Whole Time Director | 45.65 Lacs | 16% |
| Mr. Sachin | Chief Financial Officer | 31.19 Lacs | 7% |
| Mr. Vimal Prasad Gupta | Company Secretary | 20.01 Lacs | 1% |

* As per pro-rata basis.

- (c) The percentage increase in the median remuneration of employees in the financial year: 82%

- (d) The number of Permanent Employees on the Roll of the Company as on 31st March, 2025: 23 Employees.
- (e) Average percentage increase already made in the salaries of employees other than managerial personnel in the last financial year and its comparison with percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

There are no exceptional circumstances for increase in managerial remuneration. Increase in Managerial remuneration is as per recommendation of Nomination and Remuneration Committee and approved by the Board of the Company which is based on many factors such as company's performance, remuneration policy and market demand and supply.

- (f) Affirmation that the Remuneration is as per the Remuneration Policy of the Company:
The Company affirms that the Remuneration is as per the Remuneration Policy for the Directors, Key Managerial Personnel, Senior Management and other Employees adopted by the Company.

2. Information as per Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- (a) Name of employee employed throughout the financial year and was in receipt of remuneration Rs.1,02,00,000/- or more: NIL
- (b) Name of employee employed for a part of the financial year and was in receipt of remuneration not less than Rs.8,50,000/- per month: NIL
- (c) Details of Top Ten Employees in terms of remuneration drawn:

| S. No. | Employee Name | Designation | Nature of Employment whether contractual or otherwise | Qualification | Experience (in Years) | Date of Commencement of Employment | Total Remuneration | Age (Years) | Last employment before joining the Company | % of equity shares of the Company held by the employee | whether employee is a relative of any director or manager of the Company |
|--------|---------------------|--------------------------|---|---------------|-----------------------|------------------------------------|--------------------|-------------|--|--|--|
| 1 | Aditya Kumar Modi | Whole Time Director | Permanent | Graduate | 33 | 01.06.2021 | 45,65,295 | 59 | C.M.Trades | NIL | NO |
| 2 | Sachin | Chief Financial Officer | Permanent | C A | 21 | 01.02.2022 | 31,19,148 | 47 | G. S. Pharmbutor Pvt. Ltd. | NIL | NO |
| 3 | Vimal Prasad Gupta | Company Secretary | Permanent | CS | 20 | 15.06.2021 | 20,01,036 | 49 | DCM Limited | NIL | NO |
| 4 | Raj Kumar Sharma | Senior General-Manager | Permanent | MSW | 42 | 26.08.2019 | 21,77,682 | 64 | SBEC SUGAR - MALAKPUR | NIL | NO |
| 5 | Neeraj Kumar Bansal | General Manager-Purchase | Permanent | PGDM & M.COM | 23 | 01.09.2024 | 13,37,811 | 47 | IPL Sugars and Chemicals | NIL | NO |
| 6 | Tapas Sarkar | Sr. Accounts Officer | Permanent | Graduate | 28 | 01.01.2022 | 6,28,152 | 45 | ASL Enterprises Ltd. | NIL | NO |
| 7 | Gopi Nath Sen | Sr. Accounts Officer | Permanent | Graduate | 28 | 19.10.2022 | 5,21,124 | 47 | Saurat Auto Pvt. Ltd. | NIL | NO |
| 8 | Ashis Mitra | Store Officer | Permanent | Graduate | 36 | 01.03.2022 | 4,74,876 | 60 | Bihar Sponge Iron Ltd. | NIL | NO |

| S. No. | Employee Name | Designation | Nature of Employment whether contractual or otherwise | Qualification | Experience (in Years) | Date of Commencement of Employment | Total Remuneration | Age (Years) | Last employment before joining the Company | % of equity shares of the Company held by the employee | whether employee is a relative of any director or manager of the Company |
|--------|-------------------|-------------------|---|---------------|-----------------------|------------------------------------|--------------------|-------------|--|--|--|
| 9 | Sonu Kumar | Executive Officer | Permanent | Graduate | 11 | 01.12.2020 | 4,73,232 | 32 | Modi Steel Modi Nagar | NIL | NO |
| 10 | Ravi Ranjan Kumar | Officer HR | Permanent | Post Graduate | 16 | 01.01.2022 | 4,11,156 | 43 | Lsonic Industries Pvt. Ltd. | NIL | NO |

Notes:

1. The nature of employment of all employees above is whole time in nature and generally terminable with 1 months' notice on either side.
2. The above-mentioned employees are not relatives (in terms of the Companies Act, 2013) of any Director of the Company.

**For & on behalf of the Board of Directors of
Bihar Sponge Iron Limited**

**Sd/-
Umesh Kumar Modi
Chairman & President
DIN: 00002757**

**Place : New Delhi
Date : 12th August, 2025**

Annexure -D**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

Information as required under Section 134(3)(m) of the Act read with rule 8(3) of the Companies (Accounts) Rules, 2014 are set out as under:

(A) CONSERVATION OF ENERGY

- (i) The steps taken or impact on conservation of energy:
 - Energy saving through replacing the HPSV lights with LED lights in Plant.
- (ii) Steps taken by the Company for utilizing alternate sources of energy:
 - Proposed to install WHRB to utilise the waste heat.
- (iii) Capital investment on energy conservation equipment:
 - Nil

(B) TECHNOLOGY ABSORPTION

- (i) The efforts made towards technology absorption:
 - Technology transfer is complete as described below at point no. (iii).
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution:
 - The Company achieves metallization acceptable to the user industry. Sponge Iron produced by the Company has helped the country in saving outgo of scarce foreign exchange resources by way of import substitution.
- (iii) Imported Technology
 - a) Details of technology imported: Lurgi SL/RN process for the direct reduction of Iron Ore in a rotary kiln.
 - b) Year of import: 1986-89 (plant construction period)
 - c) Has technology been fully absorbed? Yes
 - d) If not fully absorbed, areas where this has not been taken place, reasons thereof, and future plans of action: N.A.
- (iv) The expenditure incurred on R & D: Nil

(C) FOREIGN EXCHANGE EARNINGS & OUTGO

| | (Rs. Lakhs) | |
|-------------------------------------|-------------|-----------|
| | 2024-2025 | 2023-2024 |
| 1 Earning | - | - |
| 2. Expenditure | - | - |
| Import on CIF Basis Stores & Spares | - | - |

**For & on behalf of the Board of Directors of
Bihar Sponge Iron Limited**

**Sd/-
Umesh Kumar Modi
Chairman & President
DIN: 00002757**

**Place : New Delhi
Date : 12th August, 2025**

Annexure -E

MANAGEMENT DISCUSSION & ANALYSIS

1- **Industry Structure and Developments**

The Company produces sponge iron from three kilns with an installed capacity of 2,10,000 MT per annum. The Company's primary product, sponge iron, is a high quality pre-reduced ferrous material and, therefore, is preferred to most other materials in place of steel scrap by secondary steel producers operating induction and electric arc furnaces for producing long products for meeting the demand of the construction and infrastructure sectors.

Since the price of sponge iron is purely market driven in the present economy, the Company continuously makes efforts to reduce the cost of production to sustain its margins. The principal cost components of sponge iron consist of coal, iron ore and capital service charges.

As reported last year, with a view to earning some revenue, the Company had entered into a Facility User Agreement dated 30.12.2020 with Vanraj Steels Private Limited, Mr. Manoj Kumar Agarwal and Parasnath Advisory Private Limited.

After complete overhauling and renovation work of the plant as well as the railway siding, the possession of the same had been handed over to M/s. Vanraj Steels Private Limited on 12th January, 2022. With the handing over of the plant, the Company has started receiving the operating income.

Now the plant is in operation, and with the restart of the plant, Company has started earning revenue and there is net profit before tax amounting to Rs. 1039.70 Lacs during the Financial Year 2024-25. Management is hopeful of earning good profit in future and losses suffered in past will get wiped out in due course.

The financial statements, as such, have been prepared on a going concern basis on the strength of management's plan of revival including restructuring of liabilities, operation of the plant through a third-party ensuring generation of revenue.

2- **Opportunities and Threats**

Coal and iron ore are the two majors' raw materials for producing sponge iron. The price of both iron ore and coal are quite volatile and most of the times increased by the suppliers, which adversely affects Company's margin. Therefore, the Company has been exploring various avenues for procuring good quality iron ore and sufficient coal.

3- **Segment Wise/ Product Wise Performance**

The Company is mainly engaged only in the segment of manufacturing and selling of sponge iron; in addition to the above, the Company was also carrying out activities of trading of plastic packaging materials in the previous year which is discontinued in the current financial year:

| (Rs. in Lacs) | | | |
|---------------|---------------------------|------------|------------|
| S. No. | Particulars | FY 2024-25 | FY 2023-24 |
| 1. | Sponge Iron Sale / Income | 34932.25 | 27157.70 |
| 2. | Trading Sale / Income | - | 2058.97 |
| 3. | Total Sales / Income | 34932.25 | 29216.67 |
| 4. | Sponge Iron Profit/(Loss) | 1039.70 | 254.53 |
| 5. | Trading Profit/(Loss) | - | 489.95 |
| 6. | Total Profit/(Loss) | 1039.70 | 744.48 |

4 **Outlook**

The Government is going ahead with the economic reforms process albeit at a slower pace. The main thrust is on developing rural economy and agriculture, flowing of funds through budget and plan towards the vast rural area will increase the income levels of the country's huge rural population and spurt demand. The increase in disposable income of the rural economy will be utilized in housing construction which is the biggest user of mild steel. Sponge Iron is a basic raw material used by induction furnaces to produce mild steel. Thus, there will be a huge demand for Sponge Iron.

5 Risks and Concerns

Management periodically carries out risk assessment exercises. Risk factors are also discussed in Audit Committee Meetings. Wherever possible and necessary, insurance cover is taken for risk mitigation. However, an economic slowdown can adversely affect the demand-supply equation in the sponge iron industry. The price of sponge iron is sensitive to the demand-supply position of steel scrap in the country and to the selling prices of long products. On the financial front, the Company's debt had been restructured pursuant to the rehabilitation scheme sanctioned by the Ld. BIFR, however, before the scheme could be fully implemented, the Sick Industrial Companies (Special Provisions) Act, 1985 as well as the proceedings pending before the Ld. BIFR/AAIFR stood abated with effect from 01.12.2016. As a result, thereof, the net worth of the Company has not turned positive. All the installments of principal and interest thereon has already been paid under the scheme, except for the exchange fluctuation on foreign currency loan and interest thereon in respect of which LPA has been filed with the High Court of Jharkhand, Ranchi.

The High Court of Jharkhand at Ranchi, in Civil Writ Petition No. 2212 of 2010 has passed an order dated 9th June, 2022, for payment of rehabilitation loan of Rs. 32.50 Crores (principal amount) through monthly instalment of Rs. 1.25 Crores to Adityapur Industrial Area Development Authority (AIADA) from July, 2022 till its completion. As per the Hon'ble High Court Order, the Company has paid its last monthly instalment of principal amount as on 5th August, 2024. As far as the payment of interest on the said loan is concerned, the same shall be mutually settled between the Company and Government of Jharkhand.

6 Internal Control Systems and their Adequacy

The Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, safeguarding its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures. In line with the international trend, planning and conducting the business is oriented towards a review of controls in the management of risks and opportunities in the Company's activities. The annual audit programme is developed by the Internal Auditors and approved by the Audit Committee of the Board. The Internal Auditors' Report is placed before the Audit Committee which meets at least four times during a year to review the audit observations and to follow up implementation of corrective actions.

The Committee also consults the company's statutory auditors to ascertain their views on the adequacy of the internal control systems in the Company. The Audit Committee has a majority of independent directors to maintain the objectivity.

7 Financial Performance

The Plant had been shut since 9th August, 2013 as a result of non-supply of coal by Central Coalfields Limited. The past losses have been due to the non-operation of the plant as a result of non-availability of coal. During the period under review as reported above, the Company has earned a profit of Rs. 1039.70 Lacs (last year Rs. 744 Lacs).

Details of Significant Changes

Details of significant changes as required under SEBI (LODR) Regulations, 2015 are as under:

| S. No. | Particulars | As on 31.03.2025 | As on 31.03.2024 |
|--------|-----------------------------|------------------|------------------|
| 1 | Debtors Turnover | 53 times | 1,57,186 times |
| 2 | Inventory Turnover | 4.54 times | 2.99 times |
| 3 | Interest Coverage Ratio | N/A | N/A |
| 4 | Current Ratio | 0.76 times | 0.71 times |
| 5 | Debt Equity Ratio | -2.42 | -2.13 |
| 6 | Operating Profit Margin (%) | 2.57% | 4.00% |
| 7 | Net Profit Margin (%) | 2.98% | 2.55% |
| 8 | Return on net worth | N/A | N/A |

8 Human Resources and Industrial Relations

The Company, in the year ended 31st March, 2025 had 23 employees on roll. In addition, there are 160 (Approximately) ex-workmen who were working with the Company, whose full and final dues could not be paid as they did not come forward to collect their terminal dues.

9 Cautionary Statement

The above Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations are forward-looking statements within the meaning of applicable securities laws and regulations. The actual results could differ materially from those expressed or implied. Further various important factors that could make a difference to the Company's operations include external economic conditions affecting demand/supply influencing price conditions in the market in which the Company operates, changes in the Government regulations, statutes, tax laws and other incidental factors.

**For & on behalf of the Board of Directors of
Bihar Sponge Iron Limited**

**Sd/-
Umesh Kumar Modi
Chairman & President
DIN: 00002757**

**Place: New Delhi
Date: 12th August, 2025**

Annexure – F

Annual Report on Corporate Social Responsibility (“CSR”) Activities
(Pursuant to Section 135 of the Companies Act, 2013 read with the Companies
(Corporate Social Responsibility Policy) Rules, 2014, as amended)

1. Brief outline on CSR Policy of the Company:

The Company believes that in the strategic context of business, enterprises possess, beyond mere financial resources, the transformational capacity to create game-changing development models by unleashing their power of entrepreneurial vitality, innovation and creativity. The Company endeavors to make CSR a key business process for sustainable development. CSR Policy is inspired to establish various institutions in the fields of education, science, medicine and women's welfare to uplift the country's downtrodden and encourage competence-development in the youth.

2. Composition of CSR Committee:

The Board in its meeting held on 26th May, 2023 had approved the dissolution of the CSR Committee in accordance with Section 135 of the Companies Act, 2013. Now the functions of the CSR Committee are being discharged by the Board of the Company.

As per Section 135(9) of the Companies Act, 2013, the amount to be spent by a company under sub-section (5) of Section 135 does not exceed fifty lakh rupees, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such company.

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: www.bsil.org.in/files/Corporate%20Social%20Responsibility%20Policy.pdf**4. Executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable**

- 5. (a) Average net profit of the company as per sub-section (5) section 135 : Rs. 9,28,24,400**
(b) Two percent of average net profit of the company as per sub-section (5) of section 135: Rs. 18,56,488
(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil
(d) Amount required to be set off for the financial year, if any: Nil
(e) Total CSR obligation for the financial year (b+c-d) : Rs. 18,56,488
- 6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Projects): Rs. 18,56,488**
(b) Amount spent in Administrative Overheads : Nil
(c) Amount spent on Impact Assessment, if applicable : N/A
(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 18,56,488
(e) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year (in Rs. / Lakh) | Amount Unspent (in Rs.) | | | | |
|---|---|------------------|---|--------|------------------|
| | Total Amount transferred to Unspent CSR Account as per section 135(6) | | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5) | | |
| | Amount | Date of transfer | Name of the Fund | Amount | Date of transfer |
| Rs. 18,56,488 | NIL | N/A | N/A | NIL | N/A |

(f) Excess amount for set off, if any

| Sl. No. | Particular | Amount (in Rs./ Lacs) |
|---------|---|-----------------------|
| (i) | Two percent of average net profit of the company as per section 135(5) | Rs. 18,56,488 |
| (ii) | Total amount spent for the Financial Year | Rs. 18,56,488 |
| (iii) | Excess amount spent for the financial year [(ii)-(i)] | NIL |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | NIL |
| (v) | Amount available for set off in succeeding financial years [(iii)-(iv)] | NIL |

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

| (1) | (2) | (3) | (4) | (5) | (6) | | (7) | (8) |
|---------|-----------------------------|---|---|---|--|------------------|--|--------------------|
| Sl. No. | Preceding Financial Year(s) | Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.) | Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.) | Amount Spent in the Financial Year (in Rs.) | Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any | | Amount remaining to be spent in succeeding Financial Years (in Rs) | Deficiency, if any |
| | | | | | Amount (in Rs.) | Date of Transfer | | |
| (1) | N/A | | | | | | | |
| (2) | | | | | | | | |
| (3) | | | | | | | | |

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

YES

✓ NO

If Yes, enter the number of Capital assets created/ acquired: N/A

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

| Sl. No. | Short particulars of the property or asset(s) [including complete address and location of the property] | Pincode of the property or asset(s) | Date of creation | Amount of CSR amount spent | Details of entity/ Authority/ beneficiary of the registered owner | | |
|---------|---|-------------------------------------|------------------|----------------------------|---|------|--------------------|
| (1) | (2) | (3) | (4) | (5) | (6) | | |
| | | | | | CSR Registration Number, if applicable | Name | Registered address |
| N/A | | | | | | | |

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/ Municipal Corporation/Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per sub-section (5) of section 135: N/A

Sd/-

Ajay Kumar Aggarwal
(Chairman of Audit Committee)

Sd/-

Umesh Kumar Modi
(Chairman CSR Committee)

CORPORATE GOVERNANCE REPORT

Our Philosophy on Corporate Governance

In Bihar Sponge Iron Limited, Corporate Governance is an integral part of the Company's values, ethics, business practices and norms. Towards this, the Company consistently evaluates and defines its management practices aimed at enhancing its commitment and delivery of the basic tenets of Corporate Governance.

Board of Directors

As on 31st March, 2025 the Board of Directors of the Company comprised of 11 Directors, consisting of a Non-Executive Non-Independent Chairman, a Whole Time Director and 6 Independent Directors. The Composition of the Board is in conformity with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). As required under Section 149(1) of the Companies Act, 2013 ("the Act"), Mrs. Kumkum Modi, is a Woman Director on the Board of Directors of the Company.

Certificates have also been obtained from the Independent Directors confirming their position as Independent Directors on the Board of the Company in accordance with Section 149 of the Act read with Regulation 16(1)(b) of SEBI Listing Regulations.

The names and categories of the Directors on the Board, their attendance at the Board Meetings held during the year and at the last Annual General Meeting and also the number of directorships and committee memberships held by them in other companies (excluding directorships in Private Limited Companies, Foreign Companies, Section 8 Companies and Alternate Directorships) as on 31st March, 2025 are given below. Chairmanship/membership in committees includes only Audit Committee and Stakeholder Relationship Committee of Indian Public Limited Companies.

| Name of the Directors | Category | No. of Board Meetings During the year 2024-25 | | Whether attended the last AGM held on 28th September, 2024 | No. of outside directorships held Excluding BSIL | No. of Committee positions held in Public Company including BSIL (Audit & Stakeholder) | | Directorship held in other listed Companies and Category of Directorship |
|-----------------------|----------|---|----------|--|--|--|------------|--|
| | | Held | Attended | | | Chairmanship | Membership | |
| Mr. Umesh Kumar Modi | NENID | 5 | 5 | No | 5 | Nil | 1 | SBEC Sugar Limited (Non-Executive Director) |
| Mrs. Kum kum Modi | NENID | 5 | 2 | No | 3 | Nil | 1 | SBEC Sugar Limited (Non-Executive Director) |
| Mr. Abhishek Modi | NENID | 5 | 3 | No | 4 | Nil | Nil | SBEC Sugar Limited (Non-Executive Director) |
| Mr. Jayesh Modi | NENID | 5 | 4 | No | 4 | Nil | Nil | SBEC Sugar Limited (Non-Executive Director) |
| Mr. Vijay Kumar Modi* | NEID | 5 | 3 | NA | 5 | 2 | 4 | SBEC Sugar Limited (Non-Executive Director) SBEC Systems (India) Ltd. (Non-Executive Director) |

| Name of the Directors | Category | No. of Board Meetings During the year 2024-25 | | Whether attended the last AGM held on 28th September, 2024 | No. of outside directorships held Excluding BSIL | No. of Committee positions held in Public Company including BSIL (Audit & Stakeholder) | | Directorship held in other listed Companies and Category of Directorship |
|--------------------------|----------|---|----------|--|--|--|------------|--|
| | | Held | Attended | | | Chairmanship | Membership | |
| Mr. Aditya Kumar Modi | WTD | 5 | 5 | Yes | 1 | Nil | 2 | - |
| Mr. Anirudh Kumar Modi** | NEID | 5 | 3 | NA | 2 | Nil | 1 | - |
| Mrs. Asha Agarwal*** | NEID | 5 | 0 | NA | Nil | Nil | Nil | - |
| Mr. Salil Seth | NEID | 5 | 2 | Yes | 1 | Nil | 1 | SBEC Systems (India) Ltd. (Independent Director) |
| Mr. Ajay Kumar Aggarwal | NEID | 5 | 5 | Yes | 5 | 3 | 6 | SBEC Sugar Limited (Non-Executive Director) SBEC Systems (India) Ltd. (Non-Executive Director) |
| Mr. Pramod Kumar Gupta | NEID | 5 | 5 | Yes | 1 | Nil | 4 | SBEC Sugar Limited (Independent Director) |
| Mr. Adhish Sharma# | NEID | 5 | 2 | Yes | 1 | Nil | 1 | SBEC Sugar Limited (Independent Director) |
| Ms. Mohi Kumari ## | NEID | 5 | 1 | No | 1 | Nil | Nil | SBEC Sugar Limited (Independent Director) |
| Mr. Rohit Chawdhary ### | NEID | 5 | 1 | Yes | 1 | Nil | Nil | SBEC Sugar Limited (Independent Director) |

Note:

a) WTD: Whole Time Director (b) NENID: Non- Executive Non-Independent Director (c) NEID: Non - Executive Independent Director.

(*) Mr. Vijay Kumar Modi, Independent Director of the Company, ceased to be a Director of the Company w.e.f. 27th August, 2024. He was eligible for 3 Board Meetings and attended the same.

(**) Mr. Anirudh Kumar Modi, Independent Director of the Company, ceased to be a Director of the Company w.e.f. 27th August, 2024. He was eligible for 3 Board Meetings and attended the same.

(***) Mrs. Asha Agarwal, Independent Director of the Company, ceased to be a Director of the Company w.e.f. 27th August, 2024. She was eligible for 3 Board Meetings but did not attend the same.

(#) Mr. Adhish Sharma was appointed as a Non-Executive Independent Director of the Company w.e.f. 16th September, 2024. He was eligible for 2 Board Meetings and attended the same.

(##) Ms. Mohi Kumari was appointed as a Non-Executive Independent Director of the Company w.e.f. 16th September, 2024. She was eligible for 2 Board Meetings but attended only one meeting.

(###) Mr. Rohit Chawdhary was appointed as a Non-Executive Independent Director of the Company w.e.f. 16th September, 2024. He was eligible for 2 Board Meetings but attended only one meeting.

Mrs. Kumkum Modi is related to Mr. Umesh Kumar Modi as wife, Mr. Abhishek Modi and Mr. Jayesh Modi are related to Mrs. Kumkum Modi & Mr. Umesh Kumar Modi as sons and mother & father respectively.

Information Regarding Re-Appointment of Directors

Mrs. Kumkum Modi has been serving as a Non-Executive Director on the Board since 4th June, 2011. The Board of Directors of the Company at its meeting held on 12th August, 2025, pursuant to the recommendations of Nomination and Remuneration Committee, has approved the recommendation for the re-appointment of Mrs. Kumkum Modi (DIN: 00522904) as a Non-Executive Non- Independent Director of the Company pursuant to the Regulation 17 (1A) of SEBI Listing Regulations.

Mr. Abhishek Modi (DIN: 00002798), Director of the Company retires by rotation and being eligible, offers himself for re-appointment. He has done MBA in General Management from Harvard Business School, Boston and Chemical Engineer from Manipal Institute of Technology, Karnataka. He has very vast experience in various fields like Sugar, Distillery, Iron & Steel and Power etc. He is also Director in certain other manufacturing, public listed companies etc.

Board Meetings

The Board meets at least once in a quarter to review the financial results and other items on the Agenda. The agenda of the Board Meeting is circulated to all the Directors well in advance and contains all the relevant information.

During the year ended 31st March, 2025, Five (5) Board Meetings were held on 27th May, 2024, 14th August, 2024, 26th August, 2024, 14th November, 2024 and 14th February, 2025. The gap between two consecutive Meetings did not exceed one hundred and twenty days.

Details of Shareholding of Non-Executive Directors

Mr. Umesh Kumar Modi holds 39,75,534 Equity Shares, Mrs. Kumkum Modi holds 5,500 Equity Shares, Mr. Abhishek Modi holds 1,100 Equity Shares, Mr. Vijay Kumar Modi holds 87,536 Equity Shares of the Company as on 31st March, 2025.

Familiarisation Programme

Your Company follows a structured orientation and familiarisation programme which aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The details of the same are available on the Company's website at www.bsil.org.in.

Code of Conduct for Board Members and Senior Management

The Company has adopted the Code of Conduct for the Directors and Senior Management Personnel of the Company. The Company has received confirmations from both the Directors as well as Senior Management regarding compliance of the Code of Conduct for the year ended 31st March, 2025. The Code is posted on the website of the Company at www.bsil.org.in.

Skills/ expertise/ competence requirements for Board of Directors

The following is the list of core skills/ expertise/ competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

1. Knowledge on Company's businesses policies and culture (including the Mission, Vision and Values) major risks/ threats and potential opportunities and knowledge of the industry in which the Company operates.
2. Behavioral skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.
3. Business Strategy, Sales & Marketing, Corporate Governance, Administration, Decision Making.
4. Financial and Management skills.
5. Technical / Professional skills and specialized knowledge in relation to Company's business.

In the table below, the specific areas of focus or expertise of individual Board members (as on 31st March, 2025) have been highlighted:

| Areas of Skills, Expertise and Competencies | | | | | |
|---|---|-------------------|--|---------------------------------|--------------------------------|
| Name of Director | Knowledge on Company's business, policies & Culture | Behavioral Skills | Business Strategy, Sales & Marketing etc., | Financial and Management Skills | Technical/ Professional skills |
| Mr. Umesh Kumar Modi | Y | Y | Y | Y | Y |
| Mrs. Kumkum Modi | Y | Y | Y | Y | Y |
| Mr. Abhishek Modi | Y | Y | Y | Y | Y |
| Mr. Jayesh Modi | Y | Y | Y | Y | Y |
| Mr. Aditya Kumar Modi | Y | Y | Y | Y | Y |
| Mr. Ajay Kumar Aggarwal | Y | Y | Y | Y | Y |
| Mr. Pramod Kumar Gupta | Y | Y | Y | Y | Y |
| Mr. Salil Seth | Y | Y | Y | Y | Y |
| Mr. Adhish Sharma | Y | Y | Y | Y | Y |
| Ms. Mohi Kumari | Y | Y | Y | Y | Y |
| Mr. Rohit Chawdhary | Y | Y | Y | Y | Y |

Information provided to the Board

The Board has unrestricted access to all Company-related information including that of our employees. Presentations are also made to the Board by different functional heads on important matters from time to time. Directors have separate and independent access to the officers of the Company. The Board was presented with the information broadly on all suggested matters in terms of Regulation 17 of the SEBI Listing Regulations.

Board Committees

The Board Committees play a crucial role in the governance structure of the Company and have been constituted as per the requirement of the Act and SEBI Listing Regulations. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles. The minutes of the meetings of all Committees are placed before the Board for review and noting. The Board Committees request special invitees to attend the meeting, as and when considered appropriate.

Audit Committee

The Audit Committee acts in accordance with the role and terms of reference which are in conformity with the provisions of Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations.

Composition of Audit Committee is in accordance with the requirements prescribed under Section 177 of the Act read with rules made thereunder and Regulation 18 of the SEBI Listing Regulations. Except Mr. Aditya Kumar Modi – Whole Time Director, all other members of the Audit Committee are Non-executive Independent Directors, and all are financially literate. The Company Secretary of the Company acts as Secretary to the Committee. A representative of the Statutory Auditors and a representative of the Internal Auditors are permanent invitees to the Audit Committee meetings. The Chairman of the Audit Committee attended the last Annual General Meeting.

During the year ended 31st March, 2025, Five (5) meetings of Audit Committee were held on 27th May, 2024, 14th August, 2024, 26th August, 2024, 14th November, 2024 and 14th February, 2025.

Composition and attendance at meetings during the year are given below:

| S. No. | Name of Member | Designation | Category | No. of meetings held during the year 2024-25 | |
|--------|--------------------------|-------------|----------------------|--|----------|
| | | | | Held | Attended |
| 1. | Mr. Vijay Kumar Modi* | Chairman | Independent Director | 5 | 3 |
| 2. | Mr. Ajay Kumar Aggarwal# | Chairman | Independent Director | 5 | 2 |
| 3. | Mr. Anirudh Kumar Modi** | Member | Independent Director | 5 | 3 |

| S. No. | Name of Member | Designation | Category | No. of meetings held during the year 2024-25 | |
|--------|------------------------|-------------|----------------------|--|----------|
| | | | | Held | Attended |
| 4. | Mr. Aditya Kumar Modi | Member | Whole time Director | 5 | 5 |
| 5. | Mr. Salil Seth ## | Member | Independent Director | 5 | 2 |
| 6. | Mr. Pramod Kumar Gupta | Member | Independent Director | 5 | 5 |

* Mr. Vijay Kumar Modi, Independent Director of the Company, ceased to be a Director of the Company w.e.f. 27th August, 2024. He was eligible for 3 meetings and attended the same.

* Mr. Anirudh Kumar Modi, Independent Director of the Company, ceased to be a Director of the Company w.e.f. 27th August, 2024. He was eligible for 3 meetings and attended the same.

Mr. Ajay Kumar Aggarwal was appointed as a Non-Executive Independent Director of the Company w.e.f. 1st September, 2023. The Committee was reconstituted on 16th September, 2024 by inducting Mr. Ajay Kumar Aggarwal as the Chairman of the committee. He was eligible for 2 meetings and attended the same.

Mr. Salil Seth was appointed as a Non-Executive Independent Director of the Company w.e.f. 16th August, 2022. The Committee was reconstituted on 16th September, 2024 by inducting Mr. Salil Seth. He was eligible for 2 meetings and attended the same.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee has been duly constituted pursuant to Section 178 (1) of the Act and Regulation 19 of SEBI Listing Regulations.

The role and terms of reference of the Nomination & Remuneration Committee are in conformity with the provisions of Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations.

The Chairman of the Nomination and Remuneration Committee (NRC) attended the last Annual General Meeting. During the year ended 31st March, 2025 Four (4) meetings of NRC were held on 27th May, 2024, 14th August, 2024, 26th August, 2024 and 14th February, 2025.

The Company Secretary acts as Secretary to the Committee.

Composition and attendance at meetings during the year are given below:

| S. No. | Name of Member | Designation | Category | No. of meetings held during the year 2024-25 | |
|--------|--------------------------|-------------|----------------------|--|----------|
| | | | | Held | Attended |
| 1. | Mr. Vijay Kumar Modi* | Chairman | Independent Director | 4 | 3 |
| 2. | Mr. Anirudh Kumar Modi** | Member | Independent Director | 4 | 3 |
| 3. | Mr. Ajay Kumar Aggarwal# | Chairman | Independent Director | 4 | 1 |
| 4. | Mr. Salil Seth## | Member | Independent Director | 4 | 1 |
| 4. | Mr. Pramod Kumar Gupta | Member | Independent Director | 4 | 4 |

* Mr. Vijay Kumar Modi, Independent Director of the Company, ceased to be a Director of the Company w.e.f. 27th August, 2024. He was eligible for 3 meetings and attended the same.

** Mr. Anirudh Kumar Modi, Independent Director of the Company, ceased to be a Director of the Company w.e.f. 27th August, 2024. He was eligible for 3 meetings and attended the same.

Mr. Ajay Kumar Aggarwal was appointed as a Non-Executive Independent Director of the Company w.e.f. 1st September, 2023. The Committee was reconstituted on 16th September, 2024 by inducting Mr. Ajay Kumar Agarwal as the Chairman of the committee. He was eligible for 1 meeting and attended the same.

Mr. Salil Seth was appointed as a Non-Executive Independent Director of the Company w.e.f. 16th August, 2022. The Committee was reconstituted on 16th September, 2024 by inducting Mr. Salil Seth. He was eligible for 1 meeting and attended the same.

Performance Evaluation of Directors

The Nomination and Remuneration Committee of the Board laid down the criteria for performance evaluation of all Directors. The performance evaluation has been done by the entire Board of Directors, except the Director concerned being evaluated. The criteria for performance evaluation are as follows:

- **Role & Accountability**
 - Understanding the nature and role of Directors' position.
 - Understanding of risks associated with the business.
 - Application of knowledge for rendering advice to management for resolution of business issues.
 - Active engagement with the management and attentiveness to progress of decisions taken.
- **Objectivity**
 - Own recommendations given professionally without tending to majority or popular views.
- **Leadership & Initiative**
 - Heading Board's Sub-committees.
 - Driving any function or identified initiative based on domain knowledge and experience.
- **Personal Attributes**
 - Commitment to role & fiduciary responsibilities as a Board member.
 - Attendance and active participation.
 - Proactive, strategic and lateral thinking.
- **Meeting of Independent Directors**

During the year ended 31st March, 2025, Independent Directors met once on 14th February, 2025 to review the performance of the Board as a whole and Chairman on parameters of effectiveness and to assess the quality, quantity and timeliness of flow of information between the management and the Board.

Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee (SRC) has been duly constituted pursuant to Section 178 (5) of the Act and relevant provisions of Regulation 20 of the SEBI Listing Regulations to look into various issues relating to shareholders including the complaints of shareholders, share transfers/ transmission/issue of duplicate shares etc.

During the year ended 31st March, 2025 one meeting was held on 14th February, 2025.

| S. No. | Name of Member | Designation | Category | No. of meetings held during the year 2024-25 | |
|--------|--------------------------|-------------|----------------------|--|----------|
| | | | | Held | Attended |
| 1. | Mr. Vijay Kumar Modi* | Chairman | Independent Director | 1 | NA |
| 2. | Mr. Ajay Kumar Aggarwal# | Chairman | Independent Director | 1 | 1 |
| 3. | Mr. Aditya Kumar Modi | Member | Whole Time Director | 1 | 1 |
| 4. | Mr. Anirudh Kumar Modi** | Member | Independent Director | 1 | NA |
| 5. | Mr. Pramod Kumar Gupta | Member | Independent Director | 1 | 1 |

* Mr. Vijay Kumar Modi, Independent Director of the Company, ceased to be a Director of the Company w.e.f. 27th August, 2024. Hence, he was not eligible to attend the Meeting.

** Mr. Anirudh Kumar Modi, Independent Director of the Company, ceased to be a Director of the Company w.e.f. 27th August, 2024. Hence, he was not eligible to attend the Meeting.

Mr. Ajay Kumar Aggarwal was appointed as a Non-Executive Independent Director of the Company w.e.f. 1st September, 2023. The Committee was reconstituted on 16th September, 2024 by inducting Mr. Ajay Kumar Aggarwal as the Chairman of the committee. He was eligible for 1 meeting and attended the same.

The Company Secretary acts as Secretary to the Committee. The Chairman of the Stakeholders' Relationship Committee (SRC) attended the last Annual General Meeting.

Details of complaints received and resolved during the year under review are given below:

| Particulars | Complaints received by Company/ RTA | Number of complaints received in the year 2024-25 | | | | Total Number of Complaints |
|-------------|-------------------------------------|---|--------|------|-----|----------------------------|
| | | Stock Exchanges | SCORES | SEBI | MCA | |
| Received | Nil | Nil | Nil | Nil | Nil | Nil |
| Replied | Nil | Nil | Nil | Nil | Nil | Nil |
| Pending | Nil | Nil | Nil | Nil | Nil | Nil |

Corporate Social Responsibility Committee

The Board of Directors in their meeting held on 26th May, 2023 has approved the dissolution of the Corporate Social Responsibility Committee in accordance with Section 135 of the Act. As per subsection 9 of Section 135 "*Where the amount to be spent by a company under sub-section (5) does not exceed fifty lakh rupees, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such company.*"

Pursuant to Section 135 of the Act, the functions of such committee are being discharged by the Board of Directors of the Company..

Internal Complaints Committee

Pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, every Company having 10 or more workers employed, are required to constitute the Internal Complaints Committee.

The Board in its meeting held on 27th May, 2024, constituted the Internal Complaints Committee of the Company. The Composition of the Internal Complaints Committee is given below:

| S. No. | Name of the Directors | Designation |
|--------|-----------------------|---------------------|
| 1. | Mrs. Kumkum Modi | Chairperson |
| 2. | Mr. Raj Kumar Sharma | Member |
| 3. | Mr. Sachin | Member |
| 4. | Ms. Pallavi Mishra | External NGO Member |

Senior Management

| S. No. | Name | Designation |
|--------|------------------------|-------------------------|
| 1. | Mr. Raj Kumar Sharma | Senior General Manager |
| 2. | Mr. Sachin | Chief Financial Officer |
| 3. | Mr. Vimal Prasad Gupta | Company Secretary |

There have been no changes in the Senior Management since the close of the previous financial year.

Remuneration of Directors

A) Pecuniary Relationship of Non-Executive Directors

The Company has no pecuniary relationship or transaction with its Non-Executive & Independent Directors other than payment of sitting fees to them for attending Board & Committee meetings for their invaluable services to the Company.

B) Remuneration Policy

The Company has adopted a Remuneration Policy for its Directors, Key Managerial Personnel and other employees. The Remuneration Policy has laid down the criteria for determining qualifications, positive attributes, independence of Director and Board diversity. The Policy lays down the factors for determining remuneration of Whole-time Directors, Non-Executive Directors, Key Managerial Personnel and other employees. The policy also lays down the evaluation

criteria of the Independent Directors and the Board. The Nomination and Remuneration Committee decides the remuneration for the Whole-time Directors and Key Managerial Personnel. The remuneration policy is also placed on the website at www.bsil.org.in/policies.html.

C) Details of Remuneration paid to Directors

The Independent Directors and Non-Executive Directors (NEDs) are paid remuneration by way of Sitting Fee only of Rs. 1,000/- per meeting for attending the meetings of the Board and/or Committees thereof.

The details of Remuneration/Sitting fees paid/payable to the Executive/Non-Executive Directors during the year ended 31st March, 2025 are as under: -

| S. No. | Name | Total Salary (Rs.) | Sitting Fees (Rs.) | Total (Rs.) |
|---------------------------------|--------------------------|--------------------|--------------------|-------------|
| Non-Executive Directors: | | | | |
| 1 | Mr. Vijay Kumar Modi* | - | 18,000 | 18,000 |
| 2 | Mr. Anirudh Kumar Modi** | - | 18,000 | 18,000 |
| 3 | Mrs. Asha Agarwal*** | - | Nil | Nil |
| 4 | Mr. Salil Seth | - | 6,000 | 6,000 |
| 5 | Mr. Ajay Kumar Aggarwal | - | 26,000 | 26,000 |
| 6 | Mr. Pramod Kumar Gupta | - | 41,000 | 41,000 |
| 7 | Mr. Adhish Sharma# | | 3,000 | 3,000 |
| 8 | Ms. Mohi Kumari## | | 2,000 | 2,000 |
| 9 | Mr. Rohit Chawdhary### | | 1,000 | 1,000 |
| Executive Director: | | | | |
| 10 | Mr. Aditya Kumar Modi | 45,65,295 | - | 45,65,295 |

* Mr. Vijay Kumar Modi ceased to be a Director of the Company w.e.f. 27-08-2024.

** Mr. Anirudh Kumar Modi ceased to be a Director of the Company w.e.f. 27-08-2024.

*** Mrs. Asha Agarwal ceased to be a Director of the Company w.e.f. 27-08-2024.

Mr. Adhish Sharma was appointed as a Director of the Company w.e.f. 16-09-2024.

Ms. Mohi Kumari was appointed as a Director of the Company w.e.f. 16-09-2024.

Mr. Rohit Chawdhary was appointed as a Director of the Company w.e.f. 16-09-2024.

Note : Mr. Umesh Kumar Modi, Mrs. Kumkum Modi, Mr. Abhishek Modi and Mr. Jayesh Modi, Non-executive Directors of the Company, have waived their right for sitting fees. Accordingly, they have not been paid any sitting fee for FY 2024-25.

Annual General Meeting

Date, Place & Time for the last three Annual General Meetings (AGM):

| Year | Date& time | Venue | Special Resolution Passed |
|------|-------------------------------|---|---|
| 2024 | 28-09-2024 At 03:30 P.M | Through Video Conference (VC)/ Other Audio-Visual Means (OAVM) | <ul style="list-style-type: none"> Re-appointment of Mr. Umesh Kumar Modi (DIN: 00002757) as a Non-Executive Non-Independent Director of the Company, for a further term of five years. Appointment of Mr. Rohit Chawdhary (DIN: 10751087) as an Independent Director of the Company. Appointment of Ms. Mohi Kumari (DIN: 09696682) as an Independent Director of the Company. Appointment of Mr. Adhish Sharma (DIN: 10751609) as an Independent Director of the Company. |

| Year | Date& time | Venue | Special Resolution Passed |
|------|--------------------------------|---|--|
| 2023 | 29-09-2023 At 04:00 P.M. | Through Video Conference (VC)/ Other Audio- Visual Means (OAVM) | <ul style="list-style-type: none"> • Appointment of Mr. Ajay Kumar Aggarwal (DIN: 00632288) as an Independent Director of the Company. • Alteration of Object Clause and Liability Clause of Memorandum of Association. • Adoption of new set of Articles of Association. |
| 2022 | 30-09-2022 At 04:00 P.M. | Through Video Conference (VC)/ Other Audio- Visual Means (OAVM) | <ul style="list-style-type: none"> • Appointment of Shri Anirudh Kumar Modi (DIN: 01751260), as an independent director of the company. • Appointment of Ms. Asha Agarwal (DIN: 09026835), as an independent director of the company. • Appointment of Mr. Salil Seth (DIN: 09697511), as an independent director of the company. |

Postal Ballot

During the Financial Year ended 31st March, 2025, the Company does not pass any resolution through postal ballot.

Means of Communications

Quarterly Results

In compliance to the provisions the SEBI Listing Regulations, the Company regularly intimate the Un-audited/ Audited Financial Results to the stock exchange, immediately after the same is approved by the Board and are published in widely circulated newspapers viz. “The Financial Express” (English daily) and “Naya India” (Hindi daily), as is required under the said regulations. The same are also displayed on the website at www.bsil.org.in/quarterly-results.html of the Company.

Website

Your Company has maintained a functioning website as per the requirements of Regulation 46 of the SEBI Listing Regulations. Any person can access the corporate policies, Board committee composition, Annual Reports, financial results, shareholding details, official news releases, if any, etc. on its website at www.bsil.org.in. The Company has dedicated “Investors” section on its official website for all the information as timely filed with the Stock Exchange i.e. BSE Limited.

Annual Report

Annual Report containing, inter alia, Audited Annual Accounts, Financial Statements, Board’s Report, Auditor’s Report, Management Discussion and Analysis Report and Corporate Governance Report and other important information is being circulated to the shareholders through e-mail only. In terms of MCA Circulars, the Notice and Annual Report for the year 2024-25 are also being sent through e-mail only. The Notice and Annual Report shall also be available on the website of the Company at www.bsil.org.in/agm.html.

General Shareholder Informations

a. Annual General Meeting Date, Time and Venue:

43rd AGM is scheduled to be held on Thursday, 25th September, 2025 at 03:30 P.M. through VC/ OAVM.

b. Financial Calendar

| Particulars | Schedule/Tentative Date |
|---|-------------------------|
| Financial Results for Quarter ended 30th June, 2025 | By 14th August, 2025 |
| Financial Results for Quarter ended 30th September, 2025 | By 14th November, 2025 |
| Financial Results for Quarter ended 31st December, 2025 | By 14th February, 2026 |
| Financial Results for Quarter ended 31st March, 2026 | By 30th May, 2026 |
| Annual General Meeting for the Financial Year ending 31st March, 2025 | By 30th September, 2026 |

c. Book Closure

Start from Friday, 19th September, 2025 to Thursday, 25th September, 2025 (both days inclusive).

d. Dividend payment date

In view of losses incurred by the Company in the past, no dividend has been recommended by the Board of Directors for the year ended 31st March, 2025.

e. Listing of Stock Exchanges

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

| Stock Exchange | Stock Code |
|--|------------|
| BSE Limited, Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai-400001 | 500058 |

On 21st March, 1998, the Company after complying with the conditions of Circular No. 6/9/SE/78 dated 28th June, 1979 issued by Ministry of Finance, Department of Economic Affairs, Stock Exchange Division, applied to Ahmedabad, Calcutta, Delhi and Madras Stock Exchanges for de-listing of Equity Shares. The Company has received the letter of confirmation of de-listing from Madras Stock Exchange Association Limited only, matter is pending with others stock exchanges. The Company vide its letter dated 25th September, 2007 applied for voluntary de-listing of Shares from Magadh Stock Exchange, the matter is pending with the Exchange.

The Company has paid the annual listing fee for the financial year 2025-26 to BSE Limited.

f. Market Price Data

High/Low of market price of the Company's shares traded on BSE during the financial year 2024-25 is furnished below:

| BSE Limited | | | |
|-----------------|------------|-----------|---------------|
| Month | High Price | Low Price | No. of Shares |
| April, 2024 | 17.64 | 13.36 | 716201 |
| May, 2024 | 16.79 | 12.50 | 733957 |
| June, 2024 | 15.38 | 13.14 | 663553 |
| July, 2024 | 18.70 | 15.01 | 1908552 |
| August, 2024 | 26.01 | 17.42 | 5308760 |
| September, 2024 | 26.77 | 21.38 | 2486488 |
| October, 2024 | 22.44 | 15.69 | 1551634 |
| November, 2024 | 17.50 | 13.71 | 1153644 |
| December, 2024 | 20.30 | 14.65 | 1862594 |
| January, 2025 | 17.79 | 13.96 | 623098 |
| February, 2025 | 16.04 | 11.55 | 627146 |
| March, 2025 | 15.40 | 11.50 | 971325 |

g. Registrar and Transfer Agents

Beetal Financial & Computer Services Private Limited
Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir, New Delhi - 110062
Telephone no(s) 011-29961281, 282, 283, Fax: 011-29961284
E-mail: beetalrta@gmail.com, beetal@beetalfinancial.com

The physical transmission of Equity Shares and electronic connectivity for the depository mode for both NSDL and CDSL is being provided by the RTA.

h. Share Transfer System

The Company, in compliance with the Securities & Exchange Board of India (SEBI) circular no. 15/2002 dated 27th December, 2002, has appointed M/s. Beetal Financial & Computer Services Pvt. Ltd., (Category-I SEBI registered Registrar & Share Transfer Agent) as Share Transfer Agent who follows the Share Transfer System as prescribed by SEBI. The share transmission requests in physical form sent by shareholders are manually checked. If the required documents for processing transmission are valid, the shares are transmitted within prescribed time limit, otherwise objection memo

is sent to the claimant/legal heirs with necessary advice to take the required steps. The Share Transfer Committee generally approves once in a fortnight the applications received from members. Further, SEBI vide its Circular dated 25th January 2022, mandated that all service requests for issuance of duplicate certificate, renewal/ exchange securities certificate, endorsement, subdivision/ splitting/ consolidation of certificate, transmission and transposition can be also processed in dematerialised form only. The necessary forms for the above requests are available on the website of the Company at www.bsil.org.in and RTA at <https://beetal.in>.

i. i. Distribution of Shareholding as on 31st March, 2025

| No. of Shares | No. of Shareholders | No. of Shares | Shareholders % age to total shares |
|-------------------|---------------------|-----------------|------------------------------------|
| Up to 5000 | 55013 | 7477052 | 90.622 |
| 5001 to 10000 | 2973 | 2397176 | 4.897 |
| 10001 to 20000 | 1308 | 1998398 | 2.155 |
| 20001 to 30000 | 414 | 1060043 | 0.682 |
| 30001 to 40000 | 195 | 706820 | 0.321 |
| 40001 to 50000 | 213 | 1025407 | 0.351 |
| 50001 to 100000 | 327 | 2494036 | 0.539 |
| 100001 and 200000 | 132 | 1928804 | 0.217 |
| 200001 and above | 131 | 71117667 | 0.216 |
| Total | 60706 | 90205403 | 100.000 |

j. Shareholding pattern as on 31st March, 2025

| Particulars | No. of Shares Held | %age of Shares Held |
|--|--------------------|---------------------|
| 1. Promoters | 6,24,46,452 | 69.23 |
| 2. Mutual Funds & UTI | 64,550 | 00.07 |
| 3. Banks, Financial Institution & Insurance Companies & Central Government/ State Government | 3,320 | 00.00 |
| 4. Bodies Corporate | 26,36,977 | 02.92 |
| 5. Indian Public | 2,39,73,376 | 26.58 |
| 6. NRI | 5,04,469 | 00.56 |
| 7. Any Other (Clearing Members, Foreign Bodies, Trusts, Individual HUF & Escrow Account) | 5,76,259 | 00.64 |
| Total | 9,02,05,403 | 100.00 |

k. Dematerialization of shares

The equity shares of the Company are available for dematerialization. The International Securities Identification Number (ISIN) of the Company is INE819C01011. The equity shares are now tradable only in dematerialized mode.

l. Share held in physical and dematerialized form

As on 31st March, 2025, 56.595 % of Equity Shares were held in dematerialized form and the rest were in physical form.

m. Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity

There are no outstanding GDRs/ADRs/ Warrants/ Convertible instruments for conversion into equity shares.

n. Commodity Price Risk or foreign exchange risk and hedging activities

The Company envisage no liability for commodity price risk or foreign exchange risk and hedging activities.

o. Plant location of the Company

Umesh Nagar, Chandil, District Saraikela Kharsawan - 832401 (Jharkhand).

p. Address for correspondence

All the queries of investors regarding the Company's shares may be sent at the following address:

Registrar and Share Transfer Agent (RTA)

M/s. Beetal Financial & Computer Services Pvt. Limited
Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir, New Delhi - 110062
Telephone no(s): 011-29961281, 282, 283, Fax: 011-29961284
E-mail: beetalrta@gmail.com, beetal@beetalfinancial.com

Company

Bihar Sponge Iron Limited
Umesh Nagar, Chandil, District Saraikela Kharsawan-832401 (Jharkhand)
Email: companysecretary@bsil.org.in

q. Nomination Facility

Shareholders desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit a duly filed Form SH-13 / 14 to the RTA / Company.

r. Credit Rating

No credit rating is mandatorily required to be obtained.

Other Disclosures**a. Materially Significant Related Party Transactions & Policy for Related party Transactions**

The particulars of contract and arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Act read with Regulation 23 of the SEBI Listing Regulations is disclosed separately in Form No. AOC -2 as **Annexure – B** and forms part of this report. The related party transactions during the year are also mentioned in Note no. 3 under “Notes Related to Accounting Standards” under Annexure-1 of Accounting Policies & General Notes.

The Company has formulated a policy on Related Party Transactions in terms of Regulation 23 (1) of the SEBI Listing Regulations. The said policy has been uploaded in the Company's website at www.bsil.org.in/policies.html. The transactions with the related parties are placed before the Audit Committee and the Board on a quarterly basis, to review the same in terms of Regulation 23 (3) (d) of the said Regulations.

b. Details of Non-compliance

There were no cases of non-compliance with any matter by the Company during this Financial Year. The Company has complied with the requirements of Stock Exchange, Securities and Exchange Board of India or other authorities on any matter related to Capital Market during the last three years.

c. Vigil Mechanism

In compliance of Section 177 (9) & (10) of the Act and in terms of Regulation 22 of the SEBI Listing Regulations, the Company has set up a whistle blower policy which can be viewed on the Company's website at www.bsil.org.in. In terms of the said policy the Directors and Employees are given direct access to the Chairman of the Audit Committee to report on alleged wrong doings. Your Company hereby affirms that no Director/ Employee has been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

d. Compliance with the Mandatory and Non-Mandatory Requirements

The Company has complied with all the Mandatory requirements stipulated under the SEBI Listing Regulations (LODR). The Company has also adopted the non-mandatory requirements to the extent and in the manner stated hereinabove.

e. The Company does not have any subsidiary company during the Financial Year ended 31st March, 2025**f. Details of utilization of funds through preferential allotment**

During the Financial Year ended 31st March, 2025, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of SEBI Listing Regulations.

g. Compliance Certificate from Practicing Company Secretary

Certificate from M/s. Soniya Gupta & Associates, Practicing Company Secretaries, has been received, that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities Exchange Board of India/ Ministry of Corporate Affairs or any such Statutory Authority.

h. Recommendation of any Committee

There was no instance during the financial year 2024-25, where the Board of Directors had not accepted the recommendation of any Committee of the Board which it was mandatorily required to accept.

i. Fee paid by Company to its Statutory Auditor

Total fees of Rs. 2.75 Lakhs plus GST for the financial year 2024-25, for all services, was paid by the Company, on a consolidated basis, to the statutory auditor (which includes payment of Rs. 2.00 Lakhs for Audit Fee and Rs. 0.50 Lakhs for Tax Audit) to M/s. Doogar & Associates; and Rs. 4.81 Lakhs by other entities in the network firm/ network entity of which the statutory auditor is a part.

j. Directors with materially pecuniary or business relationship with Company

There has been no materially relevant pecuniary transaction or relationship between the Company and its non-executive and/or independent Directors for the period under report.

k. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

- | | | |
|----|---|-----|
| a. | number of complaints filed during the financial year 2024-25: | Nil |
| b. | number of complaints disposed of during the financial year 2024-25: | Nil |
| c. | number of complaints pending as on end of the financial year 2024-25: | Nil |

l. Loans and advances in the nature of loans to firms/companies in which directors are interested: Nil**m. Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries**

The Company does not have any subsidiary company during the financial year ended 31st March, 2025.

Corporate Governance

This Corporate Governance Report of the Company for the Financial Year ended 31st March 2025 is in compliance with the requirements of Corporate Governance under SEBI Listing Regulations, as applicable.

Adoption of discretionary requirements specified in Part E of Schedule II of SEBI Listing Regulations-

- The Board: The Chairman of the Company is Non-Executive Director, and he is not maintaining any separate office for the purpose of the Company.
- Shareholder Rights: Quarterly and yearly financial results are published in newspapers and uploaded on the Company's website at www.bsil.org.in/quarterly-results.html. At present, the half yearly financial performance and the summary of the significant events in last six months are not sent to each household of shareholders.
- Modified opinion(s) in audit report: The Company is moving towards a regime of financial statements with unmodified audit opinion.
- Separate posts of Chairperson and the Managing Director or the Chief Executive Officer: Separate post in the Company is held by the Chairman and Whole Time Director of the Company.

- (e) Reporting of Internal Auditor: The Internal Auditor of the Company submits his Internal Audit report to the Audit Committee generally on a quarterly basis.

The Company has complied with all the applicable requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI Listing Regulations.

CEO/ CFO Certification

Mr. Aditya Kumar Modi, Whole Time Director and Mr. Sachin, Chief financial Officer of the Company have furnished a certificate relating to Financial Statement and Internal Control Systems as per the formats prescribed under SEBI Listing Regulations and the Board has taken the same on record.

Disclosure of certain types of Agreements binding Listed Entities

No such agreements were entered into by the Company during the Financial Year 2024-25.

Disclosures with respect to Suspense Escrow Demat Account

Pursuant to the SEBI Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022, RTA / Issuer Companies shall credit the securities to the Suspense Escrow Demat Account of the Company in case the securities holder/claimant fails to submit the demat request within 120 days from the date of issuance of Letter of Confirmation. At the beginning of the Financial Year there were 4,150 Shares lying in the suspense escrow demat account of the Company. After giving effect of debit & credit during the year, at the end of FY 2024-25 total 4,145 shares lying in the said account. The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

**For & on behalf of the Board of Directors of
Bihar Sponge Iron Limited**

**Sd/-
Umesh Kumar Modi
Chairman & President
DIN: 00002757**

**Place: New Delhi
Date: 12th August, 2025**

Declaration under Para D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
**The Members of
Bihar Sponge Iron Limited**

I, Aditya Kumar Modi, Whole Time Director of the Company, to the best of my knowledge and belief, declare that all the members of the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended 31st March, 2025.

**Sd/-
Aditya Kumar Modi
Whole Time Director**

Place: New Delhi
Dated: 12th August, 2025

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
**The Members of
Bihar Sponge Iron Limited**

We, Doogar & Associates, Chartered Accountants, have examined the compliance of conditions of Corporate Governance by **Bihar Sponge Iron Limited** ("the Company"), for the year ended on 31st March, 2025, as stipulated in Regulations 17 to 27, and 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

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 ("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.

In our opinion and to the best of our information and according to explanations given to us, we certify that the Company has complied with the Conditions of Corporate Governance as stipulated in the above-mentioned SEBI Listing Regulations for the year ended 31st March, 2025.

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

For Doogar & Associates
Chartered Accountants
FRN: 000561N

**Sd/-
Mukesh Goyal**
Partner

M. No.: 081810
UDIN: 25081810BMIAFJ3295

Place: New Delhi
Date: 12-08-2025

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BIHAR SPONGE IRON LIMITED

Report on the Financial Statements

Qualified Opinion

We have audited the accompanying financial statements of M/s **Bihar Sponge Iron Limited** ("**the Company**") which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss (including other comprehensive Income), the statement of changes in equity and the Statement of Cash Flows for the year ended, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the Ind AS Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the **Basis for Qualified Opinion** Section of our report, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, the Profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

As explained in the Notes to the financial statements, the company has not provided under noted liabilities:

- I. *The Hon'ble High Court of Jharkhand, Ranchi vide its order dated 09.06.2022 has directed to the Company to pay Rs.125 lakhs per month to be adjusted in the principal amount. Accordingly, the Principal amount of Soft Loan of Government of Jharkhand has been fully paid and further the Company has approached the lender for waiver of interest. Interest on Soft Loan from Government of Jharkhand under Jharkhand Industrial Rehabilitation Scheme 2003. The Interest un-provided is amounting to Rs. 8272.61 lakhs. However, the company has provided in books only to the extent of Rs. 2746.19 lacs (i.e until 10th August,2013) and is subject to approval of representations for waiver of the entire amount.*
- II. *No provision has been made on penalty recovered by South East Coalfields Ltd. for Rs. 215.28 lakhs on account of short lifting of coal quantity in term of FSA, since the writ petition filed by Company before the Hon'ble High Court of Chhattisgarh, Bilaspur has been disposed off on 5th March'2025 with the directions "The concerned authority shall afford an opportunity of hearing to the petitioner and the respondent/SECL and a decision shall be taken by the said authority strictly in accordance with the law in an objective manner. The authority concerned shall consider the submissions made by the petitioner or its representatives and decide the same preferably within a period of 60 days from the 21st of April, 2025. The petitioner would be at liberty to revive its prayer, if the cause of action still subsists". Pending final settlement, the amount has been included in long terms loans and advances (refer other note no 5 of Annexure ii).*
- III. *The Company has taken loan from their promotor companies. The company has approached its promoters for one time settlement of their loans. The settlement will be subsequent to and on the line as per settlement arrived at with Government of Jharkhand for soft loans. However, the amount is neither quantified nor disclosed.*

Taking into consideration non provision of likely liabilities mentioned in paragraph i, & ii above.

- a. *If cumulative interest (paragraph i) and penalty (paragraph ii) is taken into consideration, the net results for the year would have been a loss of Rs. 7,448.19 Lakhs as compared to the disclosed profit of Rs. 1,039.70 Lakhs.*
- b. *Accumulated Losses would have been Rs. 28,454.78 Lakhs as compared to disclosed losses of Rs. 19,966.89 Lakhs.*
- c. *The above losses is however subject to ascertainment of liabilities as mentioned in Para iii.*

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

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the 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 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 material 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.

Responsibilities of Management and those charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS) and other 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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.

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control 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 and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by 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) Except for the possible effect so the matter described in the basis of qualified opinion paragraph, in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) Except for the possible effects of the matter described in the basis of qualified opinion paragraph, in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015.
- e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect of the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting of those companies, for reasons stated therein.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our opinion and to the best of our information and according to the explanations given to us:
 - i. The company has disclosed the impact of pending litigations on its financial position in its financial statements. (Refer other note no.1 (contingent liabilities). appearing in Annexure ii)
 - ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, no funds 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.
 - v. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entity(ies). Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstance, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - vi. The Company has not declared or paid any dividend during the year and has not proposed any dividend for the year.
 - vii. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of

recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention as disclosed in the note no. 13 of Annexure ii(x) the Standalone Financial Statements, as specified under Rule 11(g) of the Companies (Audit & Auditors) Rule, 2014.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government in terms of sub section (11) of section 143 of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For DOOGAR & ASSOCIATES

Chartered Accountants

FRNo. 000561N

Sd/-

(Mukesh Goyal)

Partner

M.No.081810

UDIN: 25081810BMIAEW4541

Place: New Delhi

Date : 29.05.2025

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of our Report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
(B) The company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has programmed of physical verification to ensure that all the assets are verified at reasonable intervals which, in our opinion, is reasonable having regard to the size of the Company and nature of assets. Management has physically verified major fixed assets during the year and no major discrepancy has been noticed on such verification as compared to book records.
- (b) With respect to immovable properties disclosed in the financial statements included in property, plant and equipment, according to the information and explanations given to us, we report that, the title deeds of such immovable properties are held in the name of the company as at the balance sheet date (except in respect of the freehold land having value of Rs 5.93 Lakhs (Previous year Rs 5.93 Lakhs) for which registration in favour of the company is pending for want of mutation with the competent authorities. Also refer foot note to note no-1.
- (c) The company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (d) As per the details and information shared with us, no proceedings have been initiated during the year or are pending against the company as at March 31, 2025 for holding any benami property under the Benami Transaction (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) Inventories have been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable, and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between physical stocks and the book records that were more than 10% in the aggregate of each class of Inventory.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii) (b) of the Order is not applicable.
- (iii) The company has not granted unsecured loans to its subsidiaries and employees and has not made any investment in, provided any guarantee or security or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties during the year.
- (iv) According to information and explanation given to us, the company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of section 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the order is not applicable.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the order is not applicable.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of Section 148 of the Act in respect of Company's products and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine, whether they are accurate or complete.
- (vii) (a) According to information and explanations given to us and the records of the company examined by us, in our opinion, the company is regular in depositing the undisputed statutory dues in respect of income tax, Goods and Service Tax, and other material statutory dues as applicable with the appropriate authorities. Further, there

were no undisputed amounts outstanding at the year-end for a period of more than six months from the date they became payable as at 31st March, 2025.

- (b) According to the information and explanation given to us and on the basis of our examination of the records of the company, statutory dues relating to Goods and Service Tax, Provident fund, Employees State Insurance, Income-tax, duty of Customs or cess or other statutory dues which have not been deposited on account of any dispute are as follows:

| Name of the statute | Forum where Dispute pending | Nature of dues | Period of dispute | Amount (Rs. Lakhs) |
|-------------------------|---|--|----------------------------|--------------------|
| 1. JVAT Act, 2005 | Dy. Commissioner of Commercial Taxes Jharkhand, Ranchi. | Tax on JVAT. | 2010-11 | 81.40 |
| 2. JVAT Act, 2005 | Commissioner of Commercial Taxes, Jharkhand Ranchi. | Central Sales Tax | 2010-11 | 30.96 |
| 3. JVAT Act, 2005 | Joint Commissioner of Commercial Taxes Jharkhand, Ranchi. | Tax on CST | 2013-14 | 34.91 |
| 4. Income Tax Act, 1961 | ITAT, Patna | Short deduction of tax at source and collection of Tax at Source with interest and penalty raised by DCIT, JSR and confirmed by the commissioner of Income Tax (Appeals), JSR on 28-03-2016. | A.Y.2004-05 A.Y.2005-06 | 27.15 28.80 |

- (viii) 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.
- (ix) (a) In our opinion, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The company has not taken any term loan during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The Company has not raised any funds on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
- (e) The company has not taken any term loan during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence, reporting under clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The company has not raised moneys by way of initial public offer or further public offer or Further public offer (including debts instruments) during the year and hence, reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year the company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and on the Company has been noticed or reported during the year.

- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and up to the date of this report.
- (xii) The company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the company is in compliance with Sections 177 and 188 of Companies Act, where applicable, for all transactions with the related parties and the details of the related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports issued to the Company during the year.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (d) The group does not have any Core Investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not 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.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For DOOGAR & ASSOCIATES

Chartered Accountants

FRNo. 000561N

Sd/-

(Mukesh Goyal)

Partner

M.No.081810

UDIN: 25081810BMIAEW4541

Place: New Delhi

Date : 29.05.2025

Annexure 'B' to Independent Auditors' Report**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2 of 'Report on other legal and regulatory requirements' section**

We have audited the internal financial control with reference to financial statements of **BIHAR SPONGE IRON LIMITED** ("the Company") as of March, 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Opinion

We have audited the internal financial controls over financial reporting of Bihar Sponge Iron Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal financial control over financial reporting criteria, established by the Company considering the essential components of internal control stated in the Guidance Note of Audit of Internal Financial control over financial reporting issued by the Institute of Chartered Accountants of India

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements, criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect

the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Place: New Delhi
Date : 29.05.2025

For DOOGAR & ASSOCIATES
Chartered Accountants
FRNo. 000561N

Sd/-
(Mukesh Goyal)
Partner
M.No.081810
UDIN: 25081810BMIAEW4541

BALANCE SHEET AS AT 31ST MARCH, 2025**Rs. In Lakhs**

| Particulars | Note No. | As at 31.03.2025 | As at 31.03.2024 |
|---|--------------|---------------------|---------------------|
| ASSETS | | | |
| (1) Non-Current Assets | | | |
| (a) Property, Plant and Equipment | 1 | 4,952.56 | 5,329.52 |
| (b) Capital Work in Progress | 1A | 463.70 | 311.04 |
| (c) Other Intangible Assets | 1B | 0.17 | 0.26 |
| (d) Deferred Tax Assets | 2 | | |
| (e) Other non Current Assets | 3 | 467.65 | 582.73 |
| | | <u>5,884.08</u> | <u>6,223.55</u> |
| (2) Current Assets | | | |
| (a) Inventories | 4 | 4,100.45 | 8,802.05 |
| (b) Financial Assets | | | |
| (i) Trade Receivables | 5 | 1,204.53 | 0.17 |
| (ii) Cash and Cash Equivalents | 6 | 22.90 | 135.08 |
| (iii) Bank balances other than (ii) above | 7 | 216.41 | 215.56 |
| (iv) Others Financial Assets | 8 | 98.84 | 33.56 |
| (c) Others Current assets | 9 | 566.03 | 821.77 |
| (d) Income Tax assets | 10 | 248.30 | 161.08 |
| | | <u>6,457.46</u> | <u>10,169.28</u> |
| (3) Miscellaneous Expenditure (To the extent not written off or adjusted) | | <u>845.69</u> | <u>1,816.10</u> |
| | Total | <u>13,187.24</u> | <u>18,208.92</u> |
| EQUITY AND LIABILITIES | | | |
| (4) EQUITY | | | |
| (a) Equity Share Capital | 11 | 9,020.54 | 9,020.54 |
| (b) Other Equity | 12 | (13,555.72) | (14,595.45) |
| | | <u>(4,535.18)</u> | <u>(5,574.91)</u> |
| (5) LIABILITIES | | | |
| Non-Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| i) Borrowings | 13 | 8,247.69 | 8,516.89 |
| (b) Provisions | 14 | 160.05 | 176.71 |
| (c) Deferred Tax Liabilities | 2 | | |
| (d) Other non-Current Liabilities | 15 | 838.40 | 843.35 |
| | | <u>9,246.14</u> | <u>9,536.95</u> |
| (6) Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 13 | 2,746.19 | 3,371.19 |
| (ii) Trade Payables | 17 | 5,140.22 | 10,010.23 |
| (iii) Other Financial Liabilities | 15 | 51.57 | 50.19 |
| | | <u>7,937.98</u> | <u>13,431.61</u> |
| (b) Other Current Liabilities | 16 | 502.02 | 775.02 |
| (c) Provisions | 14 | 36.28 | 40.25 |
| | | <u>8,476.28</u> | <u>14,246.88</u> |
| Total Equity and Liabilities | Total | <u>13,187.24</u> | <u>18,208.92</u> |

Notes No. 1 to 28 and Annexure I containing Accounting Policies and General Notes forming part of the Financial Statements

As per our report of even date attached.

For Doogar & Associates

Chartered Accountants

Firm Reg.No. 000561N

Sd/-

Umesh Kumar Modi
(Chairman & President)
DIN 00002757

Sd/-

Aditya Kumar Modi
(Whole Time Director)
DIN 09303804

Sd/-

Ajay Kumar Aggarwal
(Director)
DIN 00632288

Sd/-

(Mukesh Goyal)

Partner

Membership No. 081810

Sd/-

Sachin
(Chief Financial Officer)
M.N. 504288

Sd/-

Vimal Prasad Gupta
(Company Secretary)
M.N. F6380

Place : NEW DELHI

Date : 29.05.2025

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31st MARCH, 2025

| | | | | Rs. In Lakhs |
|--------|--|----------|--------------------------|--------------------------|
| S. No. | Particulars | Note No. | Year ended 31.03.2025 | Year ended 31.03.2024 |
| I | Revenue from operations | 18 | 31,941.64 | 26,665.10 |
| II | Other Income | 19 | 2,990.62 | 2,551.57 |
| III | Total Income (I + II) | | 34,932.25 | 29,216.67 |
| IV | Expenses: | | | |
| | Cost of materials consumed | 20 | 29,274.70 | 22,788.53 |
| | Purchases | 21 | | 1,509.88 |
| | Changes in inventories of finished goods, work-in-progress | 22 | (77.75) | (555.97) |
| | Employee benefits expense | 23 | 219.85 | 196.39 |
| | Finance costs | 24 | | |
| | Depreciation | 25 | 402.88 | 423.20 |
| | Other expenses | 26 | 3,102.74 | 3,139.76 |
| | Deferred Expenditure Written off | | 970.41 | 970.41 |
| | Total Expenses (IV) | | 33,892.82 | 28,472.19 |
| V | Profit / (Loss) before OCI & tax (III - IV) | | 1,039.43 | 744.48 |
| VI | Other Comprehensive Income/(Expenses) | 27 | 0.27 | |
| VII | Profit / (Loss) after OCI and before tax (V - VI) | | 1,039.70 | 744.48 |
| IX | Tax expense: | | | |
| | (1) Current tax | | - | - |
| | (2) Deferred tax | | - | - |
| | Total | | - | - |
| X | Profit/(Loss) for the year after tax | | 1,039.70 | 744.48 |
| XI | Earning per equity share (In Rs.) | 28 | | |
| | (1) Basic | | 1.15 | 0.83 |
| | (2) Diluted | | 1.15 | 0.83 |

Notes No. 1 to 28 and Annexure I containing Accounting Policies and General Notes forming part of the Financial Statements
As per our report of even date attached.

For Doogar & Associates

Chartered Accountants
 Firm Reg.No. 000561N

Sd/-
Umesh Kumar Modi
 (Chairman & President)
 DIN 00002757

Sd/-
Aditya Kumar Modi
 (Whole Time Director)
 DIN 09303804

Sd/-
Ajay Kumar Aggarwal
 (Director)
 DIN 00632288

Sd/-
(Mukesh Goyal)
 Partner
 Membership No. 081810

Sd/-
Sachin
 (Chief Financial Officer)
 M.N. 504288

Sd/-
Vimal Prasad Gupta
 (Company Secretary)
 M.N. F6380

Place : NEW DELHI
 Date : 29.05.2025

CASH FLOW STATEMENT FOR THE PERIOD ENDED March 31, 2025**Rs. In Lakhs**

| Particulars | For the Year ended March 31, 2025 | For the Year ended March 31, 2024 |
|---|--------------------------------------|--------------------------------------|
| A. CASH FLOW FROM OPERATING ACTIVITIES : | | |
| Net Profit/(Loss) before tax and extraordinary items | 1,039.43 | 744.48 |
| Adjustments for : | | |
| Depreciation | 402.88 | 423.20 |
| Interest Income | (16.87) | (10.74) |
| Debit /Credit balances written off | (0.02) | (0.09) |
| Deferred Expenditure Written off | 970.41 | 970.41 |
| (Profit)/Loss on Sales of Fixed Assets | (120.62) | - |
| | 1,235.78 | 1,382.78 |
| Operating profit/(Loss) before working capital changes | 2,275.21 | 2,127.27 |
| Change in working Capital : | | |
| (Increase) /Decrease in Trade Receivables /Long /Short Term | (898.78) | (515.41) |
| Loans and Advances excluding TDS | | |
| (Increase)/Decrease in Inventories | 4,701.62 | 2,385.61 |
| Increase /(Decrease) in Trade Payable and Provisions | (5,166.94) | 2,729.27 |
| | (136.41) | (171.74) |
| Cash (used in) / Generated from operations | 911.12 | 1,955.53 |
| Income Tax/ TDS Paid/Refund | (87.22) | (37.73) |
| Net Cash (used) in / generation from operating activities | 823.90 | 1,917.80 |
| B. CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Interest received | 16.86 | 10.74 |
| Purchase of fixed assets (including CWIP) | (217.54) | (172.77) |
| Proceeds from Sales of fixed assets | 159.66 | - |
| Changes in Bank Balance not considered as cash and Cash Equivalent | (0.85) | - |
| Net Cash (used) in/flow from investing activities | (41.89) | (162.03) |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | |
| Proceeds from Long/Short term borrowings | - | - |
| Interest paid | - | - |
| Repayment of long /Short term borrowings | (894.20) | (1,692.66) |
| NET CASH FLOWS FROM /(USED) IN FINANCING ACTIVITIES | (894.20) | (1,692.66) |
| Net increase/(decrease) in Cash and Cash Equivalents (A+B+C) | (112.18) | 63.12 |
| Cash and Cash equivalents at beginning of period | 135.08 | 71.96 |
| Cash and Cash equivalents at end of the period (Note No 6) | 22.90 | 135.08 |

*Figures in bracket indicate cash outflow.

As per our report of even date attached.**For Doogar & Associates**Chartered Accountants
Firm Reg.No. 000561N

Sd/-

Umesh Kumar Modi
(Chairman & President)
DIN 00002757

Sd/-

Aditya Kumar Modi
(Whole Time Director)
DIN 09303804

Sd/-

Ajay Kumar Aggarwal
(Director)
DIN 00632288

Sd/-

(Mukesh Goyal)
Partner
Membership No. 081810

Sd/-

Sachin
(Chief Financial Officer)
M.N. 504288

Sd/-

Vimal Prasad Gupta
(Company Secretary)
M.N. F6380

Place : NEW DELHI

Date : 29.05.2025

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2025

EQUITY SHARE CAPITAL

Rs.In Lakhs

| Opening Balance as at April 1,2023 | Changes in equity Share Capital due to prior period errors | Restated balance as at April 1,2023 | Changes in equity Share Capital during the year | Balance as at March 31,2024 |
|------------------------------------|--|-------------------------------------|---|-----------------------------|
| 9,020.54 | - | 9,020.54 | - | 9,020.54 |
| Opening Balance as at April 1,2024 | Changes in equity Share Capital due to prior period errors | Restated balance as at April 1,2024 | Changes in equity Share Capital during the year | Balance as at March 31,2025 |
| 9,020.54 | - | 9,020.54 | - | 9,020.54 |

OTHER EQUITY

Rs.In Lakhs

| | Share Premium Reserve | Capital reserve | Revaluation Reserve | Retained Earning | Forfeited Shares (Amount originally paid up) | Total |
|-------------------------------|-----------------------|-----------------|---------------------|------------------|--|-------------|
| As at April 1,2023 | 2,363.38 | 15.00 | 4,113.17 | (21,836.24) | 4.77 | (15,339.91) |
| Add:Addition during the year | - | - | - | - | - | - |
| Profit/(Loss) During the Year | - | - | - | 744.48 | - | 744.48 |
| As at March,31,2024 | 2,363.38 | 15.00 | 4,113.17 | (21,091.75) | 4.77 | (14,595.43) |
| Add:Addition during the year | - | - | - | - | - | - |
| Profit/(Loss) During the Year | - | - | - | 1,039.70 | - | 1,039.70 |
| Transfer to Retained Earning | | | (85.16) | 85.16 | | - |
| As at March,31,2025 | 2,363.38 | 15.00 | 4,028.01 | (19,966.89) | 4.77 | (13,555.72) |

The accompanying notes are intergal part of the financial Statements.

As per our report of even date attached.

For Doogar & Associates

Chartered Accountants
Firm Reg.No. 000561N

Sd/-

Umesh Kumar Modi
(Chairman & President)
DIN 00002757

Sd/-

Aditya Kumar Modi
(Whole Time Director)
DIN 09303804

Sd/-

Ajay Kumar Aggarwal
(Director)
DIN 00632288

Sd/-

(Mukesh Goyal)
Partner
Membership No. 081810

Sd/-

Sachin
(Chief Financial Officer)
M.N. 504288

Sd/-

Vimal Prasad Gupta
(Company Secretary)
M.N. F6380

Place : NEW DELHI

Date : 29.05.2025

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

NOTE : 1 PROPERTY, PLANT AND EQUIPMENT

Rs.In Lakhs

| Description of assets | Freehold land* | Leasehold land | Building | Plant and Equipment | Furniture & Fixtures | Vehicles | Office Equipments | Railway siding | Total |
|-------------------------------------|----------------|----------------|-----------------|---------------------|----------------------|--------------|-------------------|-----------------|------------------|
| I. Gross carrying amount | | | | | | | | | |
| Balance as at April 1, 2024 | 31.00 | 388.83 | 3,937.36 | 25,497.83 | 62.07 | 45.92 | 52.07 | 2,060.86 | 32,075.94 |
| Additions | | | | 63.00 | 0.59 | | 1.28 | | 64.87 |
| Less: Disposals/Deletions | | | | 321.69 | | 7.00 | | | 328.69 |
| Balance as at March 31, 2025 | 31.00 | 388.83 | 3,937.36 | 25,239.14 | 62.66 | 38.92 | 53.35 | 2,060.86 | 31,812.12 |

| | | | | | | | | | |
|-------------------------------------|--------------|---------------|-----------------|------------------|--------------|--------------|--------------|-----------------|------------------|
| II. Accumulated Depreciation | | | | | | | | | |
| Balance as at April 1, 2024 | - | 107.90 | 2,791.91 | 23,431.65 | 53.20 | 43.18 | 46.66 | 271.92 | 26,746.43 |
| Depreciation expenses for the year | | 4.43 | 38.56 | 226.97 | 0.83 | 0.06 | 1.41 | 130.52 | 402.79 |
| Less: Disposals/Deletions | - | - | - | 283.00 | - | 6.65 | - | - | 289.65 |
| Balance as at March 31, 2025 | - | 112.33 | 2,830.48 | 23,375.62 | 54.03 | 36.59 | 48.07 | 402.44 | 26,859.56 |
| Net Carrying amount (I-II) | 31.00 | 276.50 | 1,106.88 | 1,863.52 | 8.63 | 2.33 | 5.28 | 1,658.42 | 4,952.56 |

| Description of assets | Freehold land* | Leasehold land | Building | Plant and Equipment | Furniture & Fixtures | Vehicles | Office Equipments | Railway siding | Total |
|-------------------------------------|----------------|----------------|-----------------|---------------------|----------------------|--------------|-------------------|-----------------|------------------|
| I. Gross carrying amount | | | | | | | | | |
| Balance as at April 1, 2023 | 31.00 | 388.83 | 3,937.36 | 25,478.76 | 60.65 | 45.87 | 49.85 | 2,060.86 | 32,053.18 |
| Additions | - | - | - | 19.07 | 1.42 | 0.05 | 2.22 | - | 22.76 |
| Less: Disposals/Deletions | - | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2024 | 31.00 | 388.83 | 3,937.36 | 25,497.83 | 62.07 | 45.92 | 52.07 | 2,060.86 | 32,075.94 |

| | | | | | | | | | |
|-------------------------------------|--------------|---------------|-----------------|------------------|--------------|--------------|--------------|-----------------|------------------|
| II. Accumulated Depreciation | | | | | | | | | |
| Balance as at April 1, 2023 | - | 103.47 | 2,751.83 | 23,185.98 | 52.43 | 43.12 | 45.10 | 141.40 | 26,323.32 |
| Depreciation expenses for the year | - | 4.43 | 40.08 | 245.68 | 0.77 | 0.06 | 1.56 | 130.52 | 423.11 |
| Less: Disposals/Deletions | - | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2024 | - | 107.90 | 2,791.91 | 23,431.65 | 53.20 | 43.18 | 46.66 | 271.92 | 26,746.43 |
| Net Carrying amount (I-II) | 31.00 | 280.94 | 1,145.44 | 2,066.17 | 8.87 | 2.74 | 5.41 | 1,788.94 | 5,329.51 |

* Free hold land includes at Rs.5.93 Lakhs (Previous year Rs.5.93 Lakhs) for which registration in favour of the company is pending for want of mutation from competent authorities.

| Balances as at | Relevant line item in Balance sheet | Description of item of property | Gross carrying value | Title deeds held in the name of | Remark |
|-----------------|-------------------------------------|---------------------------------|----------------------|---------------------------------|---|
| 31, March, 2025 | Property, Plant and Equipment | Free Hold Land | 5.93 Lakhs | | Registration in favour of the company is pending for want of mutation from competent authorities. |

NOTE : 1A CAPITAL WORK IN PROGRESS

Rs.In Lakhs

| Particulars | Capital work-in -progress |
|-----------------------------|---------------------------|
| As at April 1,2023 | 161.04 |
| Add:Additions | 150.00 |
| Less:Capitalisations | - |
| As at March 31,2024 | 311.04 |
| As at April 1,2024 | 311.04 |
| Add:Additions | 152.67 |
| Less:Capitalisations | - |
| As at March 31,2025 | 463.70 |

Capital work-in-progress ageing

Ageing of capital work-in -progress as at March 31, 2025 is as follows:

Rs.In Lakhs

| CWIP | Amount in CWIP as at March 31, 2025 | | | | |
|---------------------|-------------------------------------|---------------|---------------|-------------------|---------------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Plant and Machinery | 152.67 | 150.00 | 161.04 | | 463.70 |
| Total | 152.67 | 150.00 | 161.04 | | 463.70 |

Ageing of capital work-in -progress as at March 31, 2024 is as follows:

| CWIP | Amount in CWIP as at March 31, 2024 | | | | |
|---------------------|-------------------------------------|---------------|-----------|-------------------|---------------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Plant and Machinery | 150.00 | 161.04 | - | - | 311.04 |
| Total | 150.00 | 161.04 | - | - | 311.04 |

NOTE : 1B INTANGIBLE ASSETS

Rs.In Lakhs

| Particulars | Computer Software |
|---|-------------------|
| I.Gross carrying amount | |
| As at April 1,2023 | 15.81 |
| Add:Additions | - |
| Less:Disposals/Deletions | - |
| As at March 31,2024 | 15.81 |
| As at April 1,2024 | 15.81 |
| Add:Additions | - |
| Less:Disposals/Deletions | - |
| As at March 31,2025 | 15.81 |
| II.Accumulated Amortisation | |
| As at April 1,2023 | 15.46 |
| Add:Amortisation Expenses for the year | 0.09 |
| Less: Eliminated Disposals of assets | - |
| As at March 31,2024 | 15.55 |
| As at April 1,2024 | 15.55 |
| Add:Amortisation Expenses for the year | 0.09 |
| Less: Eliminated Disposals of assets | - |
| As at March 31,2025 | 15.64 |
| III.Net carrying amount(I-II)As at March 31,2024 | 0.26 |
| III.Net carrying amount(I-II)As at March 31,2025 | 0.17 |

NOTE : 2 DEFERRED TAX ASSETS /LIABILITIES

Rs.In Lakhs

| Particulars | As at 01.04.2024 | For the Year | As at 31.03.2025 |
|--|---------------------|-----------------|---------------------|
| Deferred Tax Assets | | | |
| Unabsorbed tax depreciation | 3,319.54 | 214.09 | 3,533.63 |
| Unabsorbed Assessed Business Loss | - | - | - |
| Provision disallowed under Income Tax | 54.60 | 2.57 | 57.17 |
| Disallowed u/s 43B of Income Tax Act | 4.95 | 130.04 | 134.99 |
| Total | 3,379.09 | 346.70 | 3,725.79 |
| Deferred Tax Liabilities | | | |
| Difference between book & tax depreciation | 705.46 | 134.76 | 840.21 |
| Net Deferred Tax Assets | 2,673.64 | 211.94 | 2,885.57 |

Deferred Tax Liability has been calculated in accordance with the Return of Income filed / assessment made. As required by the IND AS 12, on conservative basis the Deferred Tax Assets and Deferred Tax Liabilities have not been recognised in absence of virtual certainty supported by convincing evidence that future taxable income against deferred tax liabilities / assets will be available/realised.

NOTE : 3 OTHERS NON -CURRENT ASSETS

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--|---------------------|---------------------|
| Unsecured, Considered Good unless otherwise stated | | |
| Capital Advances | 8.63 | 82.92 |
| <i>Advances Recoverable (refer note 5 of Ann. I (III))</i> | 215.28 | 215.28 |
| (Other than related parties) | | |
| <i>Security Deposit with Govt & Other Parties</i> | 179.22 | 179.22 |
| <i>Sales Tax / VAT recoverable/GST</i> | 64.52 | 105.31 |
| Total | 467.65 | 582.74 |

NOTE : 4 INVENTORIES

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--------------------|---------------------|---------------------|
| Raw Materials | 2,461.22 | 7,116.45 |
| Stores & Spares | - | 124.14 |
| Finished Goods | 1,592.78 | 1,547.58 |
| Work -in- Progress | 46.45 | 13.89 |
| Total | 4,100.45 | 8,802.07 |

NOTE : 5 TRADE RECEIVABLES

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--|---------------------|---------------------|
| Undisputed Trade receivables Considered Good | 1,204.53 | 0.17 |
| <u>Undisputed Trade receivables which have significant increase in credit Risk</u> | - | - |
| <u>Disputed Trade receivables Considered Good</u> | - | - |
| <u>Disputed Trade receivables which have significant increase in credit Risk</u> | - | - |
| Trade receivables-credit impaired | 45.85 | 45.85 |
| Total | 1,250.37 | 46.02 |
| Less:Provision for Doubtful receivables | 45.85 | 45.85 |
| Total | 1,204.53 | 0.17 |

TRADE RECEIVABLES AGEING SCHDULE:

As at March 31, 2025

Rs.In Lakhs

| Particulars | Outsanding for following periods from due date of payment | | | | | Total |
|---|---|-----------------|----------|----------|-----------------|-----------------|
| | Less than 6 Months | 6 months 1 year | 1-2years | 2-3years | More than 3year | |
| Undisputed Trade receivables-Considered Good | 994.20 | 210.16 | - | - | 0.17 | 1,204.53 |
| Undisputed Trade receivables which have significant increase in credit Risk | - | - | - | - | - | - |
| Disputed Trade receivables Considered Good | - | - | - | - | - | - |
| Disputed Trade receivables which have significant increase in credit Risk | - | - | - | - | - | - |
| Trade receivables-credit impaired | - | - | - | - | 45.85 | 45.85 |
| Sub Total | 994.20 | 210.16 | - | - | 46.02 | 1,250.37 |
| Less: Provision for doubtful trade receivables | - | - | - | - | 45.85 | 45.85 |
| Total | 994.20 | 210.16 | - | - | 0.17 | 1,204.53 |
| As at March,31,2024 | | | | | | |
| Undisputed Trade receivables-Considered Good | - | - | - | - | 0.17 | 0.17 |
| Undisputed Trade receivables which have significant increase in credit Risk | - | - | - | - | - | - |
| Disputed Trade receivables Considered Good | - | - | - | - | - | - |
| Disputed Trade receivables which have significant increase in credit Risk | - | - | - | - | 45.85 | 45.85 |
| Trade receivables-credit impaired | - | - | - | - | - | - |
| Sub Total | - | - | - | - | 46.02 | 46.02 |
| Less: Provision for doubtful trade receivables | - | - | - | - | 45.85 | 45.85 |
| Total | - | - | - | - | 0.17 | 0.17 |

NOTE : 6 CASH & CASH EQUIVALENTS

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|-------------------------------|---------------------|---------------------|
| <u>Cash and Bank Balances</u> | | |
| <u>Bank Balances</u> | | |
| Balance with Scheduled Bank | | |
| - in Current Account | 19.51 | 134.99 |
| Cash in hand | 3.39 | 0.09 |
| Total | 22.90 | 135.08 |

NOTE : 7 OTHER BANK BALANCES

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--|---------------------|---------------------|
| <u>Other Bank Balances</u> | | |
| Fixed Deposits with maturity of more than 12 months* | 214.06 | 213.21 |
| Inoperative Bank Balance with Scheduled Bank | | |
| - in Current Account | 2.35 | 2.35 |
| Total | 216.41 | 215.56 |

* South Eastern Railway Rs.31.39 Lakhs (P.Y. Rs.31.39 Lakhs), Rs.20.01 Lakhs (P.Y.Rs. 20.01 Lakhs pledged with Sales Tax Authorities and Rs.161.81 Lakhs (P.Y.Rs.161.81 Lakhs) pledged with JBVNL

NOTE : 8 OTHER FINANCIAL ASSETS

Rs.In Lakhs

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|-----------------------------------|---------------------|---------------------|
| Interest accrued on fixed deposit | 23.37 | 33.56 |
| Stores and Spare held for sale* | 75.46 | - |
| Total | 98.84 | 33.56 |

* The company has classified inventory as held for sale in the current financial year, which is expected to be sold in the next financial year. The inventory held for sale is valued at the lower of cost or net realizable value.

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|---|---------------------|---------------------|
| Receivables, net of provisions | 1,204.53 | 0.17 |
| Unbilled Revenue, net of provisions (Contract Assets) | 75.46 | - |
| Revenue received in advance (Contract Liabilities) | - | - |
| TOTAL | 1,279.99 | 0.17 |

Disclosures under Ind AS 115 - Revenue from Contracts with Customers

The unbilled revenue (contract assets) primarily relates to the Company's rights to consideration for work completed but not billed at the reporting date. The amount of contract assets during the Year ended 31 March 2025 and 31 March 2024 were impacted by impairment charges of Rs.Nil and Rs. Nil respectively. The contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Company issues an invoice to the customer.

The advance from customers (contract liabilities) primarily relate to the advance consideration received from customers while invoicing in excess of revenues are classified as income received in advance, both of which constitute contract liabilities. These will be recognised as revenue when the Company fulfils the performance obligations

NOTE : 9 OTHER CURRENT ASSETS

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--|---------------------|---------------------|
| Unsecured, Considered Good unless otherwise stated : | | |
| Others: | | |
| Advance recoverable in cash or in kind or for value to be received | | |
| -Others | 302.88 | 382.72 |
| Advance to Related Parties | | |
| Balance with Revenue Authorities : | | |
| '-Excise Duty /Sales Tax deposited under protest | 1.00 | 10.27 |
| '-GST Recoverable | 177.39 | 344.02 |
| - Sales Tax recoverable | 84.76 | 84.76 |
| Total ` | 566.03 | 821.77 |

NOTE : 10 INCOME TAX ASSETS

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|------------------------|---------------------|---------------------|
| Tax deducted at source | 248.30 | 161.08 |
| Total | 248.30 | 161.08 |

NOTE : 11 EQUITY SHARE CAPITAL

Rs.In Lakhs

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--|---------------------|---------------------|
| <u>AUTHORIZED CAPITAL</u> | | |
| 100,000,000 Equity share of Rs.10/- each (P.Y. 100,000,000) | 10,000.00 | 10,000.00 |
| | 10,000.00 | 10,000.00 |
| <u>ISSUED , SUBSCRIBED & PAID UP CAPITAL</u> | | |
| 90,205,403 Equity share of Rs.10/- each fully paid in cash (P.Y. 90,205,403) | 9,020.54 | 9,020.54 |
| Total | 9,020.54 | 9,020.54 |

11.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

| Equity Shares of Rs 10 Each, Fully paid up | As at 31.03.2025 | | As at 31.03.2024 | |
|--|--------------------|-----------------|------------------|-----------|
| | No.of shares | Rs. Lakhs | No.of shares | Rs. Lakhs |
| At the beginning of the year | 9,02,05,403 | 9,020.54 | 9,02,05,403 | 9,020.54 |
| At the end of the year | 9,02,05,403 | 9,020.54 | 9,02,05,403 | 9,020.54 |

11.2 Terms / Rights attached to equity shares.

The company has only one class of equity share having a par value of Rs.10/- per share Each share holder of equity share is entitled to dividends approved by the shareholders. In the event of liquidation of the company, the holders of equity share will be entitled to receive remaining assets of the company after distribution to creditors and all preferential amount. The distribution will be in proportion to the number of equity share held by each shareholder.

11.3 Details of shareholders holding more than 5% Equity Shares in company.

| | As at 31.03.2025 | | As at 31.03.2024 | |
|---|--------------------|---------------|------------------|--------------|
| Equity Shares | No.of shares | % of holding | No.of shares | % of holding |
| Moderate Leasing and Capital Services LTD | 4,42,93,633 | 49.10% | 4,42,93,633 | 49.10% |
| Bihar State Industrial Development Corpn.Ltd. | 64,17,463 | 7.11% | 64,17,463 | 7.11% |

As per record of the company,including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

As per record of the company,including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

11.4 Promoter Holding

| Name of Shareholder | As at 31.03.2025 | | As at 31.03.2024 | |
|---|------------------|---------------|------------------|--------------|
| | No.of shares | % of holding | No.of shares | % of holding |
| Abhishek Modi | 1100 | 0.00% | 1100 | 0.00% |
| Himani Modi | 1100 | 0.00% | 1100 | 0.00% |
| Kumkum Modi | 5500 | 0.01% | 5500 | 0.01% |
| Meghna Modi | 15400 | 0.02% | 15400 | 0.02% |
| Umesh Kumar Modi-HUF | 2750 | 0.00% | 2750 | 0.00% |
| A to Z Holdings private limited | 1700500 | 1.89% | 1700500 | 1.89% |
| Abhikum Leasing and Investments Private Limited | 500 | 0.00% | 500 | 0.00% |
| Bihar State Industrial Development Corpn. Ltd. | 6417463 | 7.11% | 6417463 | 7.11% |
| Longwell Investment Pvt Ltd | 4033012 | 4.47% | 4033012 | 4.47% |
| Moderate Leasing and Capital Services Ltd | 44293633 | 49.10% | 44293633 | 49.10% |
| Modi Industries Limited | 1999960 | 2.22% | 1999960 | 2.22% |
| Umesh Kumar Modi | 3975534 | 4.41% | 3975534 | 4.41% |
| TOTAL | 62446452 | 69.23% | 62446452 | 69.23% |

11.5 None of shares have been reserved for issue under options and contracts/commitments for sale of shares/disinvestment as at the balance sheet date.

11.6 None of the securities are convertible into shares at the end of the reporting period.

11.7 No calls are unpaid by any director or officer of the company during the year.

NOTE : 12 OTHER EQUITY

Rs.In Lakhs

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|---|---------------------|---------------------|
| <u>Capital Reserve:</u> | | |
| Opening balance | 15.00 | 15.00 |
| <u>Securities Premium Reserve</u> | | |
| Opening balance | 2,363.38 | 2,363.38 |
| <u>Forefeited Shares (amount originally paid up)</u> | 4.77 | 4.77 |
| <u>Revaluation Reserve</u> | | |
| Opening balance | 4,113.17 | 4,113.17 |
| Less : Transfer to retained earning | 85.16 | |
| Closing balance | 4,028.01 | 4,113.17 |
| <u>Surplus</u> | | |
| Loss at the beginning of the year | (21,091.75) | (21,836.24) |
| Add : Transfer from revaluation reserve | 85.16 | - |
| Profit as per Statement of Profit & Loss | 1,039.70 | 744.48 |
| Closing balance | (19,966.89) | (21,091.75) |
| Total | (13,555.72) | (14,595.43) |

NOTE : 13 BORROWINGS

Rs.In Lakhs

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--|---------------------|---------------------|
| <u>Non Current</u> | | |
| <u>Secured:</u> | | |
| <u>Term Loan -Foreign Currency</u> | | |
| - Refer (a) below | - | - |
| <u>Unsecured:</u> | | |
| Loans & Advances from Related Parties: | | |
| -A body corporate | 8,247.69 | 8,516.89 |
| Total | 8,247.69 | 8,516.89 |
| <u>Current</u> | | |
| Current maturities of long term debts | - | - |
| (Refer Note 13 for nature for Securities) | | |
| - Term Loan from Govt of Jharkhand | - | 625.00 |
| (under Rehabilitation Scheme 2003) | | |
| - Interest accrued and due on borrowings | 2,746.19 | 2,746.19 |
| (to the extent provided for,also refer note no (c) of Note 13) | | |
| Interest accrued and due on borrowings . | | - |
| Total | 2,746.19 | 3,371.19 |

- a) Soft Loan (including interest thereon) under Jharkhand Industries Rehabilitation Scheme, 2003 from the State Government of Jharkhand are secured by:
- A mortgage of all immovable properties both present and future; and a charge by way of hypothecation in favour of the lender of all the movable, including movable machinery, machinery spares, tools and accessories, present and future, stock of raw materials, semi-finished goods, consumable stores and such other movables as may be agreed upon
 - Additionally secured by way of pledge of equity share capital of Rs.3250.00 Lakhs allotted to the private promoter (MLCSL). and Corporate guarantee by SBEC Sugar Ltd. given to Govt. of Jharkhand against such soft loan.
- The mortgage and charge referred to in (i) and (ii) mentioned above; shall be in terms of the Rehabilitation Scheme 2003 of the Government of Jharkhand Sanctioned by the BIFR and be subject and subservient to the mortgages and charges created and / or to be created in favour of the secured lenders.
- b) As per para 8.4 of the sanctioned BIFR Scheme dated 29.07.2004, the interest on Soft loan under Rehabilitation Scheme, 2003 from Govt. of Jharkhand shall be funded over the entire rehabilitation period i.e. upto 30.09.2011. The Soft loan and the funded interest is repayable after 30.09.2011 and the defaulted amount of Principal and interest as on 31.03.2025 comes to Rs. Nil and Rs.11018.8 Lakhs including unprovided interest of Rs. 8272.61 Lakhs (P/Y Rs.625.00 lakhs and Rs.10194.41 lakhs including unprovided interest of Rs. 7448.22 lakhs) respectively inclusive of unprovided interest of Rs.8272.61 lakhs from 10th August, 2013 to 31st March, 2025 (Rs. 7448.22 Lakhs upto 31.03.2024), for which the company has approached Government of Jharkhand for reschedulement proposed in the Modified Draft Rehabilitation Scheme filed before the BIFR in 2012.

NOTE : 14 PROVISIONS

Rs.In Lakhs

| Particulars | As at 31.03.2025 | | As at 31.03.2024 | |
|--|------------------|---------------|------------------|---------------|
| | Current | Non- Current | Current | Non- Current |
| <u>Provision for Employee Benefits:</u> | | | | |
| (a) Provision for Gratuity | 29.43 | 135.09 | 33.71 | 154.53 |
| (b) Provision for leave encasement | 6.85 | 24.96 | 6.54 | 22.18 |
| Total | 36.28 | 160.05 | 40.25 | 176.71 |

NOTE : 15 OTHER FINANCIAL LIABILITIES

| Particulars | As at 31.03.2025 | | As at 31.03.2024 | |
|--|------------------|---------------|------------------|---------------|
| | Current | Non- Current | Current | Non- Current |
| <u>Others</u> | | | | |
| Security Deposit from Transporters/Contractors | | 769.58 | | 769.58 |
| Security Deposit- Sales Tax | | 68.82 | | 73.77 |
| - Due to Employee Benefits | 51.57 | | 50.19 | |
| - Other Deposit | - | | - | |
| Total | 51.57 | 838.40 | 50.19 | 843.34 |

NOTE : 16 OTHER CURRENT LIABILITIES

| Particulars | As at 31.03.2025 | | As at 31.03.2024 | |
|-------------------------|------------------|--------------|------------------|--------------|
| | Current | Non- Current | Current | Non- Current |
| Advances from Customers | 110.04 | | 386.57 | |
| Statutory Dues | 45.28 | | 36.69 | |
| Other Payable | 346.70 | | 351.76 | |
| Total | 502.02 | | 775.02 | - |

NOTE :17 TRADES PAYABLE

Rs.In Lakhs

| Particulars | As at 31.03.2025 | | As at 31.03.2024 | |
|---|------------------|--------------|------------------|--------------|
| | Current | Non- Current | Current | Non- Current |
| Acceptances | | | | |
| Due to units under MSME (Refer note 9 of Annexure I (III)) | 667.99 | | | - |
| Others | 4,472.23 | | 10,010.23 | - |
| Total | 5,140.22 | | 10,010.23 | - |

a) Disclosure as required by Micro,Small and Medium Enterprises Development Act ,2006

| | | |
|--|--------|--------|
| A (I) Principal amount remaining unpaid | 667.99 | 667.99 |
| (II) Interest amount remaining unpaid | - | - |
| B Interest paid by Company in terms of Section of the Micro, Small and Medium Enterprise Development Act, 2006 along with the amount of the payment made to the supplier appointed day | - | - |
| C Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprise Development Act, 2006. | - | - |
| D Interest accrued and remaining unpaid | - | - |
| E Interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprises. | - | - |

b) Ageing for trade payable Schedule:

As at March 31, 2025

Rs.In Lakhs

| Particulars | Outsanding for following periods from due date of payment | | | | Total |
|----------------|---|---------------|---------------|-----------------|-----------------|
| | Less than 1year | 1-2year | 2-3year | More than 3year | |
| (i) Accptances | | | | | |
| (ii) MSME | 667.99 | | | | 667.99 |
| (iii)Others | 3,503.38 | 134.91 | 172.90 | 661 | 4,472.23 |
| Total | 4,171.37 | 134.91 | 172.90 | 661 | 5,140.22 |

As at March 31, 2024

| | | | | | |
|----------------|-----------------|--|---------------|------------|------------------|
| (i) Accptances | | | | | |
| (ii) MSME | | | | | |
| (iii)Others | 9,156.34 | | 398.02 | 456 | 10,010.23 |
| Total | 9,156.34 | | 398.02 | 456 | 10,010.23 |

NOTE : 18 REVENUE FROM OPERATIONS

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|--------------|-----------------------|-----------------------|
| <u>Sales</u> | | |
| Gross Sales | 36,652.03 | 31,285.51 |
| Less: GST | 4,710.39 | 4,620.41 |
| Total | 31,941.64 | 26,665.10 |

NOTE : 19 OTHER INCOME

Rs.In Lakhs

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|--|-----------------------|-----------------------|
| Interest on Fixed Deposits & Others | 16.87 | 10.74 |
| Other non-operating income | | |
| a. Sales of Waste and Scrap | 13.01 | 8.77 |
| b. Rent recovery from Others | 19.76 | 42.70 |
| c. Misc. Sales | 147.09 | 88.12 |
| d. User Facility Charges recovery from Others | 2,452.90 | 2,400.00 |
| e. Profit/(Loss) on Sales of Fixed Assets | 120.62 | - |
| f. Profit/(Loss) on Sales of Stores and Spares | 2.59 | 1.15 |
| g. Profit/(Loss) on Sales of Iron Ore Fines /Pallets | 217.76 | - |
| h. Debit/Credit balance written off (net) | 0.02 | 0.09 |
| Total | 2,990.62 | 2,551.57 |

NOTE : 20 COST OF MATERIALS CONSUMED

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|-------------------|-----------------------|-----------------------|
| Raw Materials: | | |
| -Iron ore/Pellets | 22,661.05 | 14,084.80 |
| -Coal | 6,343.52 | 8,541.25 |
| -Dolomite | 270.13 | 162.48 |
| Total | 29,274.70 | 22,788.53 |

NOTE : 21 PURCHASES

| | | |
|---------------|----------|-----------------|
| Trading Goods | - | 1,509.88 |
| Total | - | 1,509.88 |

NOTE : 22 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|-------------------------|-----------------------|-----------------------|
| Opening Stock | | |
| Finished Goods | 1,547.58 | 936.85 |
| Work -in -progress | 13.89 | 68.66 |
| Closing Stock | | |
| Finished Goods | 1,592.78 | 1,547.58 |
| Work -in -progress | 46.45 | 13.89 |
| Net changes | | |
| Finished Goods | (45.20) | (610.74) |
| Work -in -progress | (32.55) | 54.76 |
| Net (Increase)/Decrease | (77.75) | (555.97) |

NOTE : 23 EMPLOYEE BENEFITS EXPENSE

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|--------------------------------|-----------------------|-----------------------|
| Salaries,Wages and Allowances | 194.71 | 169.67 |
| Gratuity | 6.13 | 6.83 |
| Leave Encashment | 6.92 | 6.84 |
| Contribution to Provident Fund | 10.60 | 9.92 |

Rs.In Lakhs

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|-----------------------------------|-----------------------|-----------------------|
| Inspection charges Provident Fund | 0.90 | 0.80 |
| Staff Welfare Expenses | 0.59 | 2.32 |
| Total | 219.85 | 196.39 |

NOTE : 24 FINANCE COST

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|--|-----------------------|-----------------------|
| Interest : | | |
| a) On long term borrowings | - | - |
| b) Interest and Penalty : | | |
| - Service Tax/GST/I. Tax /PF/Tax Deducted at sources | - | - |
| Bank & Other Charges | - | - |
| Total | - | - |

NOTE : 25 DEPRECIATION

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|--------------|-----------------------|-----------------------|
| Depreciation | 402.88 | 423.20 |
| Total | 402.88 | 423.20 |

NOTE : 26 OTHER EXPENSES

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|--------------------------------|-----------------------|-----------------------|
| Power & Fuel | 1,050.39 | 1,033.60 |
| Bank Charges | 0.42 | 1.00 |
| Water Charges | 32.76 | 48.00 |
| Repair & Maintenance: | | |
| Railway Siding | | 11.73 |
| Plant & Machinery | 5.00 | 4.44 |
| Others | 11.80 | 3.96 |
| Job Work Charges | 1,240.48 | 1,074.75 |
| Rent | 17.22 | 17.22 |
| Machinery Rent | | 180.00 |
| Fees, Rates & Taxes | 12.40 | 2.54 |
| Insurance | 17.51 | 21.40 |
| Director's Sitting Fee | 1.20 | 1.15 |
| Printing & Stationery | 2.60 | 3.35 |
| Telephone, Telex and Postage | 1.15 | 1.11 |
| Vehicle Running & Maint. | 11.60 | 8.36 |
| Travelling & Conveyance | 7.36 | 6.27 |
| Legal & Professional | 387.57 | 468.43 |
| Auditor's Remuneration | | |
| - As Audit Fee | 2.00 | 2.00 |
| - As Tax Audit | 0.50 | 0.50 |
| -Certification and Company Law | 0.25 | 1.06 |

Rs.In Lakhs

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|---|-----------------------|-----------------------|
| Retainership Fee | 10.25 | |
| Corporate social responsibility # | 18.56 | 16.25 |
| Service Charge to shares | 5.14 | 8.84 |
| Commission Charges | 152.00 | |
| Guest House Expenses | 4.78 | 1.10 |
| Loss on Sales of Stores and Spares | 29.24 | |
| Electricity Charges | 30.87 | 26.20 |
| Miscellaneous Expenses | 46.56 | 45.08 |
| Pollution Expenses | 2.20 | 2.27 |
| PF Expenses | 0.04 | 27.97 |
| Prior Period Items (net)* | 0.02 | 0.03 |
| Advertisement and Sales Promotion | 0.85 | 121.17 |
| Total | 3,102.74 | 3,139.76 |
| * The details of prior period items(net) are as under: | | |
| Expenditure: | | |
| Fee & Demurrage | | 0.03 |
| Office Expenses | 0.02 | |
| TOTAL | 0.02 | 0.03 |

Disclosure with regard to CSR activities u/s 135 of the companies act

| | | |
|---|---|-------|
| (a) amount required to be spent by the company during the year, | 18.56 | 16.25 |
| (b) amount of expenditure incurred, | 18.56 | 16.25 |
| (c) shortfall at the end of the year, | - | - |
| (d) total of previous years shortfall, | - | - |
| (e) reason for shortfall, | - | - |
| (f) nature of CSR activities, | Promotion of Education in rural area of Village | |
| (g) details of related party transactions | 18.56 | 16.25 |

NOTE : 27 OTHER COMPREHENSIVE INCOME/(EXPENDITURE)

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|--|-----------------------|-----------------------|
| Remeasurements recognised in OCI (Gain)/Loss in Gratuity | 0.27 | - |
| Total | 0.27 | - |

NOTE : 28 EARNING PER SHARE (EPS)

| Particulars | Year ended 31.03.2025 | Year ended 31.03.2024 |
|--|-----------------------|-----------------------|
| EPS has been computed in accordance with Accounting Standard IND AS-33 | | |
| Profit /(Loss) after tax for the year | 1,039.70 | 744.48 |
| Weighted Average number of equity shares of Rs.10/- each fully paid up | 902.05 | 902.05 |
| Basic & Diluted Earnings per share | 1.15 | 0.83 |

ANNEXURE 1: ACCOUNTING POLICIES & GENERAL NOTES FORMING PART OF THE FINANCIAL INFORMATION**I. Corporate Information**

1. Bihar Sponge Iron Ltd (referred to as 'BSIL' "the company" established in the year 1982 and having its registered office at Umesh Nagar, Chandil, District, Saraikela – Kharsawan, Jharkhand – 832401 is engaged in manufacture, producing, purchase, export, sale and dealing of pre-reduced form of Iron such as sponge iron.

II. Material Accounting Policies**1. Basis of preparation of financial information**

- a. The financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 read with section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India.

2. Use of Estimates

The preparation of financial statements require the management to make some estimates and assumptions which affect the reported amount of assets and liabilities and the disclosures relating to the contingent liabilities as at the date of the financial statements and the reported amount of income and expense during the year. Examples of such estimates include provisions for doubtful receivables, employee benefit, provision for tax & duties (including interest on arrear statutory dues/liabilities), the useful lives of depreciable fixed assets and provisions for impairment. Future results could differ due to change in these estimates and the difference between the actual result and the estimates are recognized in the period in which the results are known/materialised.

3. Inventories

- a) Stocks of raw materials and stores and spares and consumables are valued at lower of weighted average cost or net realisable value. The cost being exclusive of eligible GST input credit, if any.
- b) The material in transit is valued at invoice cost.
- c) Closing stock of finished goods is valued at lower of cost or estimated net realisable value. For this purpose, cost includes depreciation and direct expenses to the point of stocking but excludes interest, administrative and selling expenses.
- d) Work-in-progress is carried at the lower of cost or net realisable value. The cost being exclusive of eligible GST input credit.

4. Fixed Assets

- a) Fixed Assets are stated at cost or revalued cost, less accumulated depreciation/amortization. Costs include taxes duties (net of GST), cost of stores materials issued and expenditure incurred during construction and installation where applicable. Indirect expenses are not capitalised alongwith the fixed assets.
- b) All assets are reviewed for impairment as per Ind AS 109; wherever events or changes in circumstances indicate that the carrying amount may not be recoverable. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. An impairment loss, if any, is charged to statement of Profit and Loss in the year in which the assets are identified as impaired.

5. Expenditure during Construction

In respect of new projects, all expenses including interest incurred up to the date of commencement of commercial production are capitalized.

In respect of substantial expansion of business, at existing locations, only direct costs are capitalized together with interest on the funds relatable to them up to the date of commercial production.

6. Depreciation / Amortization

- a) Depreciation on Tangible fixed assets other than land is charged on straight line method so as to write off the cost/carrying amount of assets (including revalued amount) as on 1-04-2014 over the useful life of assets as per

Schedule II of the Companies Act, 2013. For assets acquired or sold during the year, the depreciation is calculated on pro-rata basis from the date of addition or upto the date of sale or discarded.

- b) Lease hold land is depreciated over the lease period.
- c) Intangible assets are being amortised over their useful life / license period.

7. Foreign Currency Translation

- a) Transactions in Foreign Currencies are recorded at the exchange rate prevailing on the date of transactions.
- b) Foreign Currency Loans and other Liabilities are stated at the exchange rate prevailing as on the date of the balance sheet.
- c) Exchange variation arising on account of fluctuation in the rate of exchange is recognized in the statement of profit & loss.

8. Revenue Recognition

- a) Sales are accounted for based on despatch of finished goods to the customers from various stocking points, and includes GST and is net of trade discounts.
- b) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest on tax refund is accounted for on receipt basis.
- c) Other miscellaneous revenues are recognized when the amount and the collectability are certain. Accordingly insurance claims are accounted for on settlement.

9. Miscellaneous Expenditure

Primarily expenditure /Deferred revenue expenditure are amortised over a period of four years starting from the year subsequent to its incurrence.

- 10** Raw Material consumption is accounted for after ascertaining the year end closing stock of the raw materials by an independent Surveyor from the total of the opening stocks and purchases.

- 11.** Salaries and wages on repairs and maintenance of plant & machinery, where carried out internally, are charged to salaries and wages account.

12. Borrowing cost

Borrowing cost attributable to the acquisition or construction of a qualifying asset are capitalized as part of cost of that asset. Other borrowing costs are recognized as expense in the period to which they relate.

13. Employee Benefits

Employee benefits have been recognized in accordance with IND AS 19 issued by the ICAI accordingly: -

(a) Short Term Employee Benefits

Short Term employee benefits are recognized in the period during which the services have been rendered.

(b) Long Term Employee Benefits

(i) Defined Contribution Plan

Provident Fund

All employees of the Company are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both employee and employer make monthly contribution to the plan at a predetermined rate of employee's basic salary. Contribution to Provident Fund are administered and managed by a separate fund and current contributions to Provident Fund are transferred to Provident Fund authorities. Contributions to Provident Fund are expensed in the Profit and Loss account.

The Company has made application for surrender of Bihar Sponge Iron Limited Provident Fund Trust with the designated authorities in the year 2018. The documentations of the final closure proceedings are still going on with the EPF authorities. Liability arising on this account is indeterminate.

(ii) Defined Benefits plan**(a) Leave encashment**

The liability on account of un-availed earned leave at the year end is fully provided for on actuarial valuation basis..

(b) Gratuity

The Company provides for gratuity, a defined benefit plan (the 'Gratuity Plan') covering all eligible employees. In accordance with the Payment of Gratuity Act, 1972, the Gratuity Plan provides a lump sum payment to vested employees at retirement, deaths incapacitation or termination of employment. Liabilities with regards to the Gratuity Plan are determined by actuarial valuation as of balance sheet date and are expensed in the Statement of Profit and Loss.

(iii) The actuarial valuation takes note of actuarial gains and losses.

14. Provisions Contingent Liabilities

Liabilities, though contingent, are provided for if there are reasonable prospects of such liabilities maturing. Other contingent liabilities, barring frivolous claims, not acknowledged as debt, are disclosed by way of a note. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

15. Financial Instruments

Financial instrument is any contract that give rise to a financial assets of one entity and a financial liabilities or equity instrument of another entity.

Financial Assets***Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

- Subsequent measurement All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.
- Financial assets at amortised cost Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold assets for collecting contractual cash flows and contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding. After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. This category generally applies to trade receivables, loans and other financial assets.

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

Financial assets are subsequently measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets and the asset's contractual cash flow represents SPPI.

Financial instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, dividend income, impairment losses and reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss.

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

FVTPL is a residual category for financial assets. Any financial assets, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL. Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

***Equity Instruments**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, other than investment in Subsidiary, Associates and Joint Ventures, the Company makes an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment.

However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

***Investments in subsidiaries, joint ventures and associates**

Investment in subsidiaries, joint ventures and associates are carried at cost in the financial statements.

***Derecognition**

The Company derecognises a financial asset when the rights to receive cash flows from the asset have expired or it transfers the right to receive the contractual cash flow on the financial assets in a transaction in which substantially all the risk and rewards of ownership of the financial asset are transferred.

***Financial liabilities**

- Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

- Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- Financial liabilities

At fair value through profit or loss Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Gains or losses on liabilities held for trading are recognised in the profit or loss.

- Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

- Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance

determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amount of income recognised in accordance with the principles of Ind AS 115.

- **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

- **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

P. IMPAIRMENT

(a) Financial assets

The Company assessed the expected credit losses associated with its assets carried at amortised cost and fair value through other comprehensive income based on the Company's past history of recovery, credit worthiness of the counter party and existing and future market conditions. For all financial assets other than trade receivables, expected credit losses are measured at an amount equal to the 12-month expected credit loss (ECL) unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. For trade receivables, the Company has applied the simplified approach for recognition of impairment allowance as provided in Ind AS 109 which requires the expected lifetime losses from initial recognition of the receivables.

(b) Non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. 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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. Impairment losses including impairment on inventories are recognised in the statement of profit and loss. For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss. For contract assets, the Company has applied the simplified approach for recognition of impairment allowance as provided in Ind AS 109 which requires the expected lifetime losses from initial recognition of the contract assets.

16. Cash and Cash Equivalent

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash at Bank, cash in hand and demand deposits with bank with an original maturity of three months or less than the date of acquisition.

Bank balance includes balances of non-operative bank accounts which are subject to confirmation.

17. Earning Per Share

The earnings considered in accounting the Company's Earning Per Share (EPS) comprise the net profit after tax and includes the post tax effect of any extraordinary items. The number of shares used in computing basic & diluted EPS is the weighted average number of shares outstanding during the periods and adjusted for all events.

The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive shares.

18. Taxation

- a) Provision for current tax is made on the basis of applicable Income Tax Act, 1961.
- b) Deferred tax assets and liabilities are accounted for in accordance with Ind AS-12.

19. Leases

Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as Operating Leases. Assets subject to operating leases are included in fixed assets. Lease income on an operating lease is recognized in the Statement of Profit and Loss on a straight line basis over the lease term. Costs, including depreciation, are recognized as an expense in the statement of Profit and Loss.

20. Cash Flow Statement

Cash flow are reported using the indirect method, whereby profit before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

The cash flows from operating, investing and financing activities of the company are segregated based on the available information.

II: Notes Related to Accounting Standards**1. Employee Benefits**

The disclosure of 'Employee Benefits' as defined in IND AS-19 are as under:

| Expenses recognized in the statement of Profit & Loss | | In Rs. Lakhs | | | |
|--|--|---------------------|-----------------|-------------------------|-----------------|
| | | Current Year | | Previous Year | |
| i) Defined Contribution Plan | | | | | |
| Employer's Contribution to Provident Fund | | 10.63 | | 37.89 | |
| (Refer Note No. 23) | | | | | |
| ii) Defined Benefits Plans | | | | | |
| | | Gratuity | | Leave Encashment | |
| | | Unfunded | | Unfunded | |
| | | 31.03.25 | 31.03.24 | 31.03.25 | 31.03.24 |
| Current service cost | | 3.54 | 6.83 | 6.51 | 6.84 |
| Interest cost | | 0.59 | - | 1.07 | - |
| Expected Return on Plan Assets | | - | - | - | - |
| Net Actuarial (gain)/loss | | - | - | (0.70) | - |
| Past service cost | | - | - | - | - |
| Re-measurements recognized in OCI (Gain)/Loss | | (0.27) | - | - | - |
| Expenses recognized in the statement of Profit & Loss | | 3.86 | 6.83 | 6.88 | 6.84 |

(a) Assumptions used to determine the benefit obligations:

| | Gratuity | | Leave Encashment | |
|---|-------------|-------------|------------------|-------------|
| | 31.03.25 | 31.03.24 | 31.03.25 | 31.03.24 |
| Discount Rate | 6.66% | 7.09% | 6.66% | 7.09% |
| Expected Rate of increase in Compensation Levels | 4.50% | 4.50% | 4.50% | 4.50% |
| Expected Rate of Return on Plan Assets | NA | NA | NA | NA |
| Expected Average remaining working lives of employees (years) | 10.07 years | 10.18 years | 10.07 years | 10.18 years |

(b) Reconciliation of Opening and Closing balances of benefit obligations:

| | Gratuity | | Leave Encashment | |
|---|----------|----------|------------------|----------|
| | Unfunded | Unfunded | Unfunded | Unfunded |
| | 31.03.25 | 31.03.24 | 31.03.25 | 31.03.24 |
| Benefit obligation at beginning of the year | 8.30 | 195.65 | 15.03 | 24.91 |
| Current service cost | 3.54 | 6.83 | 6.51 | 6.84 |
| Interest Cost | 0.59 | - | 1.07 | - |
| Benefits paid | - | (14.24) | - | (3.04) |
| Curtailement and Settlement cost | - | - | - | - |
| Contribution by plan participants | - | - | - | - |
| Re-measurements Recognized in OCI (gain)/ loss | (0.27) | - | - | - |
| Actuarial (gain)/ loss | - | - | (0.70) | - |
| Projected benefit obligation at end of the year | 12.16 | (188.24) | 21.91 | (28.71) |
| Net amount recognized in the balance sheet | 12.16 | (188.24) | 21.91 | (28.71) |

(c) There is no plan asset at the beginning and at the closing of the year/year.

2. SEGMENT REPORTING

The Management has identified one reportable business segment for current year and two reportable Business Segments for the previous year namely: Trading of packaging goods and Sponge Iron.

Segment Information (Primary Segments) for the current year:

In Rs. Lakhs

| Particulars | Sponge Iron | | Trading | | Total | |
|---------------------------------|-----------------|-----------------|----------|----------|-----------------|-----------------|
| | Current | Previous | Current | Previous | Current | Previous |
| Year | | | | | | |
| Sales/Service | 36652.03 | 28855.93 | - | 2429.58 | 36652.03 | 31285.51 |
| Less: GST | 4710.39 | 4249.80 | - | 370.61 | 4710.39 | 4620.41 |
| Net Sales | 31941.64 | 24606.13 | - | 2058.97 | 31941.64 | 26665.10 |
| Other Income | 2990.62 | 2551.57 | - | - | 2990.62 | 2551.57 |
| Total Sales/Other Income | 34932.25 | 27157.70 | - | 2058.97 | 34932.25 | 29216.67 |
| Segment Results: | | | | | | |
| Profit/(Loss)Before Tax | 1039.43 | 254.53 | - | 489.95 | 1039.43 | 744.48 |
| Provision for Tax | - | - | - | - | - | - |
| Profit/(Loss)After Tax | 1039.43 | 254.53 | - | 489.95 | 1039.43 | 744.48 |
| Other Information | | | | | | |
| Segment Assets | 12949.80 | 17962.15 | - | - | 12949.80 | 17962.15 |
| FD with Bank & Interest Accrued | 237.44 | 246.77 | - | - | 237.44 | 246.77 |
| TOTAL ASSETS | 13187.24 | 18208.92 | - | - | 13187.24 | 18208.92 |
| Segment Liabilities | 17722.42 | 23783.83 | - | - | 17722.42 | 23783.83 |
| TOTAL LIABILITIES | 17722.42 | 23783.83 | - | - | 17722.42 | 23783.83 |

3. Related Party Transactions

The transactions with related parties as per the Indian Accounting Standard 24 issued by ICAI and in terms of the provision of Section 2 (76) of the Companies Act, 2013 to the extent applicable are given below:

(a) By virtue of control

- (i) Moderate Leasing & Capital Services Ltd.
- (ii) Shri U K Modi Chairman and Director by virtue of article 100 of Articles of Association.
Mrs. Kumkum Modi, Director, Shri Abhishek Modi, Director and Shri Jayesh Modi, Director are related to Shri U.K. Modi, Chairman & Director.

(b) Key Management Personnel

- (i) Shri Aditya Kumar Modi – Whole Time Director (Operations)
- (ii) Shri Vimal Prasad Gupta – Company Secretary
- (iii) Shri Sachin – Chief Financial Officer

(c) There has been no Subsidiaries / Associates Company.

(d) Enterprises over which (a)above have significant influence and with whom transactions have taken place.

| | |
|---|----------------------------------|
| Modi Line Travel Services Private Ltd. | G.S. Pharmbutor Private Limited |
| Modi Hitech India Limited | Technicast Engineers Limited |
| Win Medicare Private Limited | SBEC Sugar Limited |
| Modi Industries Limited | Jayesh Tradex Private Limited |
| M.G. Mobile India Private Ltd. | SBEC Bio Energy Limited |
| Modi Mundi Pharma Beauty Products Private Limited | Modi Motors Private Limited |
| Modi Illva (India) Pvt Limited | Long well Investment Pvt Limited |
| Daya Charitable Trust | A to Z Holdings Pvt Limited |
| H.M Tubes & Containers Pvt Ltd. | Shiva Charitable Trust |

(xi) Transactions with related Parties (As identified by the Management)

In Rs. Lakhs

| NATURE OF TRANSACTIONS | By Virtue Of Control | | Enterprises Where Influence Exist | | Key Managerial Personnel | |
|----------------------------------|----------------------|---------------|-----------------------------------|---------------|--------------------------|---------------|
| | Current Year | Previous Year | Current Year | Previous Year | Current Year | Previous Year |
| Sale of Goods | - | - | - | 2058.97 | - | - |
| Purchase of Goods | - | - | - | 1509.88 | - | - |
| Rent Recovered | - | - | 18.44 | 39.73 | - | - |
| Misc. Exp. Reimbursed/ Paid | 360.00 | 440.00 | 173.64 | 466.93 | - | - |
| Purchases of Fixed Assets | - | - | 0.77 | - | - | - |
| Bills Discounting | - | - | - | - | - | - |
| Loan taken | - | - | - | - | - | - |
| Loan repaid | 82.20 | 100.00 | 187.00 | 92.66 | - | - |
| Interest repaid | - | - | - | - | - | - |
| Remuneration to KMP | | | | | | |
| -General Manager upto 27.07.2022 | - | - | - | - | - | - |
| -Director Operation | - | - | - | - | 45.65 | 39.39 |
| -Company Secretary | - | - | - | - | 20.01 | 19.69 |
| -Chief Finance Officer | - | - | - | - | 31.19 | 29.14 |

| NATURE OF TRANSACTIONS | By Virtue Of Control | | Enterprises Where Influence Exist | | Key Managerial Personnel | |
|--|----------------------|---------------|-----------------------------------|---------------|--------------------------|---------------|
| | Current Year | Previous Year | Current Year | Previous Year | Current Year | Previous Year |
| -Director Sitting Fee to Non-Exec. Directors | - | - | - | - | 1.20 | 1.15 |
| Outstanding balances as on | 31.3.25 | 31.3.24 | 31.3.25 | 31.3.24 | 31.3.25 | 31.3.24 |
| - Receivable | - | 11.80 | - | - | - | - |
| -Trade Receivables | - | - | - | - | - | - |
| - Payable | - | 32.40 | 329.39 | 297.40 | - | - |
| - Unsecured Loan | 2422.25 | 2504.45 | 5825.44 | 6012.44 | - | - |
| - Bills Discounting | - | - | - | - | - | - |
| -Interest on unsecured loan | - | - | - | - | - | - |

4. Leases

The company's leasing arrangements are in respect of premises (for office and accommodation of company's officer). These arrangements are both cancellable and non-cancellable in nature and ranging between one to three years as at 31st March, 2025.

Disclosure related to operating lease as lessee and lessor as per the Indian Accounting Standard-17 are as under:

In Rs. Lakhs

| S. NO. | PARTICULARS | AS AT 31.03.2025 | AS AT 31.03.2024 |
|--------|---|---------------------|---------------------|
| A. | Total of future minimum lease payments under non-cancelable operating leases for each of the following periods | | |
| | -Not less than one year | 17.22 | 17.22 |
| | -Later than one year and not later than five years | 51.66 | 51.66 |
| | -Later than five years | - | - |
| B. | Lease rent recognized as expense in P&L A/c | 17.22 | 17.22 |
| C. | Total of future minimum lease payment expected to be received under the non-cancellable sublease at the balance sheet date. | 19.76 | 41.05 |
| D. | Lease payments received & recognized in the statement of profit & loss account. | 19.76 | 42.70 |

III: OTHER NOTES REQUIRED BY PART I & PART II OF SCHEDULE III

1. Contingent Liabilities:

Claims not acknowledged as debts are as under: -

In Rs. Lakhs

| S.NO. | Particulars | As at 31.03.25 | As at 31.03.24 |
|-------|--|----------------|----------------|
| (i) | JVAT demand for FY 2010-11 for the assessed tax and penalty vide demand notice No.18872 dt.28.03.2014 (order dt.12.03.2014) raised by the Dy. Commissioner of Commercial Taxes, Adityapur, JSR (net of amount paid Rs.134.89 Lakhs). The Company has filed appeal before the Commissioner of Commercial Taxes Jharkhand Ranchi on 29.05.2015 (Misc. Provision u/s 80(4) of JVAT Act. | 81.40 | 81.40 |
| (ii) | CST Demand for FY 2010-11 for assessed tax and penalty vide demand notice dt.28.03.2014 (vide order dt.12.03.2014) raised by the Dy. Commissioner of Commercial Taxes, Adityapur, JSR (net of amount paid Rs.30.55 Lakhs). The Company has filed appeal before the Commissioner of Commercial Taxes, Jharkhand Ranchi (Misc. Provision u/s 80(4) of JVAT Act dt.29.05.2015.) | 30.96 | 30.96 |

| S.NO. | Particulars | As at 31.03.25 | As at 31.03.24 |
|--------|---|------------------------|-----------------|
| (iii) | Demand for electricity duty charges raised by the Dy. Commissioner / Asstt. Commissioner under Electricity Duty Rules (Rule 14) vide Order No.18431 dt.18.03.2014 for Rs.12.71 Lakhs (F.Y. 2012-13) for Rs.10.11 Lakhs (F.Y. 2011-12), the Company is seeking details for examining the merits of demand in order to consider filing of appeal with the appellant authority. | 22.81 | 22.81 |
| (iv) | Disputed demand of Vat for the year FY 2013-14, under appeal before the Joint Commissioner of Commercial Taxes (Appeal) | 34.91 | 34.91 |
| (v) | Demand for water charges and interest thereon disputed under Writ petition before Jharkhand High Court, Ranchi. | 3902.41 | 2131.91 |
| (vi) | Railway Authorities has imposed penalty on the Company earlier which was dismissed by the Jharkhand High Court, Ranchi. Railway Authority has now filed a petition before Supreme Court, Delhi. | 56.00 | 56.00 |
| (vii) | Disputed Income Tax Demand for short deduction/collection of tax at source based on the NSDL Report by DCIT, JSR U/s 156 raised for the Assessment Year 2004-05 & 2005-06 was under appeal before CIT (Appeal). CIT (Appeal) vide Order dt.28.03.2016 has dismissed the appeal filed by the Company. The Company had filled appeal before the ITAT, Patna against above order. | 55.95 | 55.95 |
| (viii) | Liability for price difference / other claims net of counter claims, if any, arising on account of procurement of raw materials under a contract (since terminated) pending before an Arbitrator / High Court. | Not ascertained | Not ascertained |
| (ix) | Disputed penalty recovered by SECL in FY 2011-12 for short lifting of Coal quantity as per Linkage. The matter is pending under Writ Petition filed by the Company before the Hon'ble High Court of Chhattisgarh, Bilaspur. | 215.28 | 215.28 |
| (x) | Liability on account of Bank Guarantees issued to CIL, SE Railway, Sales Tax Authorities & JBVNL. | 213.21 | 213.21 |
| (xi) | Claims against the Company not acknowledged as debts pertaining to services rendered under contracts between the Company and a Party under the Civil Court, Saraikela, Jharkhand (net of provision of 210.95 Lakhs). | 79.23 | 79.23 |
| (xii) | Railway Demurrage & ENH Charges. These charges are disputed and related to BSIL and other co-users and is pending at SER for recasting. | 128.90 | 0 |

2. COMMITMENTS:

2.1 Capital Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) Rs. Nil (P.Y. Nil)

2.2 Other Commitments: Rs. Nil (P.Y. Nil)

3. Rehabilitation Scheme:

- (I) The company was declared a Sick Industrial Company within the meaning of clause (0) of Sub-Section (1) of Section 3 of the Sick Industrial Companies (Special Provision) Act, 1985 by the Hon'ble BIFR vide its order dated 19.12.1996. The Hon'ble BIFR vide its order dated 29th July, 2004 had sanctioned the Rehabilitation Scheme. The total payment of Rs. 13500.00 Lakhs envisaged as per the scheme had been duly made.
- (II) In the review hearing held on 3rd September, 2007 & 22nd September, 2010, the BIFR, by exercising powers under Section 18 (5) and 18 (9) of the SICA, clarified / directed that the Company shall make payment of the due instalments to its foreign lenders in 'Euro' as per the amount reflected in Euro in the statement annexed to the sanctioned scheme along with the applicable interest i.e. LIBOR plus 1% per annum (LIBOR + 3% in case of delay/ default in payment of instalments).

(III) The Company had filed appeal before the Appellate Tribunal for Industrial and Financial Reconstruction (AAIFR) challenging the above said order. AAIFR vide its order dated 23-12-2011 had dismissed the appeal. The above order of AAIFR was challenged by the Company by filing Writ Petition in Jharkhand High Court on 06.02.2012. In the hearing held on 22nd February, 2012, the Appeal was dismissed.

4. The demand of water charges Rs.3902.41 Lakhs inclusive of interest on arrear of water bills as on 31.03.2025 (net provision made by company) (P.Y. Rs.2131.91 Lakhs as on 31.3.2024) raised by Chief Engineer, Subarnarekha Multipurpose Project, Chandil had been disputed by the company under a Writ Petition with Jharkhand High Court, Ranchi. Hon'ble High Court had remanded the matter back to the Chief Engineer, Chandil Complex, Jamshedpur for passing a speaking order. However, a recovery certificate, has been issued by the Executive Engineer, Chandil for recovery of Rs.2270.60 Lacs, which is being challenged by the Company. The company based on its own estimate of liability, has made total provision for Rs. 128.76 Lakhs up to 31st March, 2025 (Rs.96.00 Lakhs as on 31.3.2024).
5. South Eastern Coalfield Ltd. has imposed and recovered a penalty by encashment the bank guarantee of Rs.215.28 Lakhs in 2011-12 on account of short lifting of coal quantity in terms of Fuel Supply Agreement (FSA) dated 02.05.2008. The Company has taken up the matter with Coal India Limited/ South Eastern Coalfield Ltd. for refund of the said amount for settlement of dispute under clause 15.3 of the FSA. No provision has been made for penalty recovered since the matter is pending under writ petition filled by the Company before the Hon'ble High Court of Chhattisgarh, Bilaspur. Court Advised for dispute settlement with general manager (Marketing and sales), SECL. Both parties are directed to appear before General Manager (Marketing and Sales), SECL on the 21st of April 2025.
6. As regard the Unsecured loans taken by the Company from promoters, the Company has approached its promoters for one time settlement of their loans. The settlement will be subsequent to and on the line as per settlement arrived at with Government of Jharkhand for soft loans.
7. Interest on Soft Loan from Government of Jharkhand under Jharkhand Industrial Rehabilitation Scheme 2003 amounting to Rs.8272.61 Lakhs (Rs. 7448.22 Lakhs upto March 31, 2024) not been provided and is subject to representations for waiver.
8. Related Party Transactions (RPT) in respect of renting of the office of the Company is Rs. 18.44 Lakhs (P.Y. 39.73 Lakhs) and the availing or rendering of services including sale and purchase of goods amounting to Rs. 534.41 Lakhs (P.Y. 4475.78 Lakhs) as covered under section 188 (1) (c) and (d) respectively and Rules made thereunder and is within the overall limits of Rule 15 of the Companies (Meetings of Board and its Power) Rules, 2014.
9. Outstanding dues to Micro, Small and Medium Enterprises:

This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act 2006, has been determined to extent such parties have been identified by the Company on the basis of information and record available with them.

Accordingly, the disclosure in respect of the amounts payable to such enterprises as 31st March, 2025 is Rs.667.99 Lakhs (Previous year Rs. Nil).

10. (a) ACIT, Central Circle JSR vide Asstt. Order u/s 143(3) dt. 31.03.2016 for the AY 2013-14 has passed the order by reducing the returned loss from Rs.2424.29 Lakhs to Rs.1740.15 Lakhs by disallowing the cost of Raw material consumption of Rs.684.14 lakhs due to excess consumption as compared to average of Rs.5.2% of the sales value and issued notice of demand u/s 156 of the Act for levy of Penalty u/s 271(1) (c).
Aggrieved by the said order, the Company filed appeal u/s 246 A of the Income Tax Act before the Commissioner of Income Tax (Appeals)-3, Patna on 2.5.2016 for drop of disallowance and dismissal of Penalty proceedings. Last date of hearing was on 17.02.2025 and no further dates is given by ACIT.
- (b) ACIT, Central Circle JSR vide Asstt. Order U/S 143(3) dt 30-09-2016 for the AY 2014-15 has reduced the returned loss from Rs.1220.69 Lakhs to Rs.562.08 Lakhs by disallowing the cost of raw material Rs.145.48 Lakhs, personnel cost Rs.369.94 Lakhs and depreciation of Rs.143.19 Lakhs and issued notice of demand u/s 156 of the Act for levy of penalty u/s 271(1)(c) of the Act.

Aggrieved by the said order, the company has filed appeal u/s 246A of the Act before the Commissioner of Income Tax, (Appeal) Patna on 05-11-2016 for drop of disallowances and penalty proceedings. Last date of hearing was on 17.02.2025 and no further dates is given by ACIT

- (c) As per Assessment Year 2017-18 Income Tax portal, a demand of Rs.20.62 Lakhs is outstanding, The Company has filed an application U/s 154 for the rectification of mistake.

- (d) For Assessment Year 2018-19, assessment order has been passed/s 143(3) accepting the return of income filed by the Company and income has been determined at NIL.

However, in the computation of income Rs.0.73 Lakhs has been charged as Interest for Deferment of Advance Tax. Since the company is not liable to pay any tax for the said assessment year, no advance tax was payable and therefore, the said interest is not payable.

The Company needs to file application U/s 154 of the Income Tax Act, 1961 for rectification of mistake apparent on record.

Even as per assessment order a refund, including interest, of Rs.17.60 Lacs is due and has not been received till date.

- (e) Assessment Year 2013-14 & 2014-15

Income Tax Department has filed criminal proceedings against the company and Mr. R. K. Sharma for delay in deposit of Tax Deducted at source in the Economic Offence court at Ranchi.

The Company has also filed an application for compounding of the offence before the Principal Commissioner at Patna. Compounding application rejected by Principal Chief commissioner of income tax (Bihar and Jharkhand), Patna on 08.04.2025 and issued direction to CIT (TDS), Patna and the assessing officer (TDS) may take necessary action in this matter.

11. Credit/Debit balances of the Creditors, Lenders, Debtors and Advances as well as Bank Balances in some cases are subject to reconciliation/confirmation at the yearend on 31.03.2025 & in earlier years.

12. In the opinion of the Board, all assets other than fixed assets have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the balance sheet.

13. Other Statutory Information

- I. The company does not have any benami property, where any proceeding has been initiated or pending against the company for holding any benami property.
- II. The company does not have transactions with company struck off during the previous Year.
- III. The company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- IV. The company has not traded or invested in crypto currency or virtual currency during the financial year.
- V. The company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- VI. All the title deeds of immovable properties are held in the name of company as at the balance sheet date except stated in Note no.1(Amount Rs 5.93 Lakhs, P.Y.Rs.5.93 Lakhs).
- VII. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall lend or invest in party identified by or on behalf of company (Ultimate beneficiaries)
- VIII. The company has not received any fund from any party(s) (funding party) with the understanding that the company shall whether directly or indirectly lend or invest in other person or entities identified by or on behalf of company ("ultimate beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- IX. The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

- X. Ministry of Corporate Affairs (MCA) vide its notification number G.S.R. 206(E) dated March 24, 2021 (amended from time to time) in reference to the proviso to Rule 3(1) of the Companies(Accounts) Amendment Rules, 2021, introduced the requirement of only using such accounting software w.e.f. April 01, 2023 which has a feature of recording audit trail of each and every transaction.

The Company used accounting software for maintenance of its books of account, which has a feature of recording audit trail facility at application level of the said software.

During such period, audit trail feature has operated effectively for the software and there were no instance of audit trail feature being tempered with.

14. Financial Instruments

Financial Instruments by category:

The accounting classification of each category of financial instruments, their carrying value and fair value as on March 31, 2025 is as follows:

| Rs. in Lakhs | | | | |
|-----------------------------|------|-------|----------------|---------------------|
| Particulars | Note | FVTPL | Amortised cost | Total carrying cost |
| Assets: | | | | |
| Trade receivables | 5 | | 1,204.53 | 1,204.53 |
| Cash and Cash Equivalents | 6 | - | 22.90 | 22.90 |
| Other Bank Balances | 7 | | 216.41 | 216.41 |
| Others Financial Assets | 8 | | 98.84 | 98.84 |
| Total | | - | 1,542.68 | 1,542.68 |
| Liabilities: | | | | |
| Borrowings | 13 | | 10,993.88 | 10,993.88 |
| Trade Liabilities | 17 | | 5,140.22 | 5,140.22 |
| Other Financial Liabilities | 15 | | 889.97 | 889.97 |
| Total | | - | 17,024.07 | 17,024.07 |

The accounting classification of each category of financial instruments, their carrying value and fair value as on March 31, 2024 is as follows:

| Particulars | Note | FVTPL | Amortised cost | Total carrying cost |
|-----------------------------|------|-------|----------------|---------------------|
| Assets: | | | | |
| Trade receivables | 5 | | 0.17 | 0.17 |
| Cash and Cash Equivalents | 6 | - | 135.08 | 135.08 |
| Other Bank Balances | 7 | - | 215.56 | 215.56 |
| Others Financial Assets | 8 | | 33.56 | 33.56 |
| Total | | - | 384.37 | 384.37 |
| Liabilities: | | | | |
| Borrowings | 13 | | 11,888.08 | 11,888.08 |
| Trade Liabilities | 17 | - | 10,010.23 | 10,010.23 |
| Other Financial Liabilities | 15 | - | 893.54 | 893.54 |
| Total | | - | 22,791.85 | 22,791.85 |

*The above Investments does not include equity investments in subsidiaries, associates and joint ventures which are carried at costs and hence are not required to be disclosed as per Ind AS 107 "Financial Instruments Disclosures".

Management has assessed that Cash and cash equivalents, Other balances with banks, Loans, Trade receivables, Other financial assets, Borrowings, Lease liabilities, Trade payables and Other financial liabilities carried at amortised cost approximate their carrying amounts largely due to the short-term maturities of these instruments.

Abbreviations : FVTPL - Fair Value Through Profit or Loss

Abbreviations : FVTOCI - Fair Value Through Other Comprehensive Income

15. Additional Regulatory Information-Ratios

| Ratio | Measure | Numerator | Denominator | As at March 31,2025 | As at March 31,2024 | Variance | Remarks |
|---------------------------------|------------|---|--|---------------------------|---------------------------|----------|--|
| Current Ratio | Times | Total Current assets | Total Current Liabilities | 0.76 | 0.71 | 0.04 | Current Ratio has improved due to increase in C.A. |
| Debt-Equity ratio | Times | Total debt | Total Equity | -2.42 | -2.13 | -0.29 | Net profit Increased as compared to previous year and repaid a significant portion of its debt |
| Debts Service Coverage Ratio | Times | Earning for debt service=Net Profit after taxes+Non cash opration expenses+finance cost | Debt service=Interest Payment+ Principal Payment | 3.86 | 1.43 | 2.44 | |
| Return on Equity Ratio | Percentage | Net Profit for the year | Average total equity | -20.57% | -12.52% | -8.05% | Net profit has Increased as compared to previous year |
| Inventory Turnover Ratio | Times | Cost of Goods Sold | Average Inventory | 4.54 | 2.99 | 1.55 | Inventory is reduced from previous year |
| Total Receivable Turnover ratio | Times | Revenue from operation | Average trade receivables | 53 | 157186 | -157133 | A significant increased in Trade Receivables |
| Trade payables turnover ratio | Times | Cost of materials consumed+Changes in inventories of stock in trade | Average trade payable | 3.85 | 2.77 | 1.08 | Reduce in Change in stock |
| Net Capital turnover ratio | Times | Revenue from operation | Average Working Capital | -10.48 | -5.39 | -5.09 | |
| Net Profit ratio | Percentage | Net Profit for the year | Total Income | 2.98% | 2.55% | 0.43% | |

| Ratio | Measure | Numerator | Denominator | As at March 31,2025 | As at March 31,2024 | Variance | Remarks |
|-----------------------------|------------|------------------------------------|--------------------------|---------------------------|---------------------------|----------|---|
| Return on capital employed) | Percentage | Profit before tax and finance cost | Average Capital employed | 23.98% | 20.19% | 3.79% | Profit has increased as compared to previous year |
| Return on Investment | Percentage | Profit after tax | Total Equity | -22.93% | -13.35% | -9.57% | Profit has increased as compared to previous year |

* Negative ratio is due to negative networth however company has earned profit in Current FY as well as Previous FY.

16. Corporate Social Responsibility:

| | Rs. in Lakhs | |
|---|---|---|
| | 2024-25 | 2023-24 |
| a. Amount required to be spent as per Section 135 of the Companies Act, 2013 | 18.56 | 16.25 |
| b. Amount spent during the year | | |
| a. Construction/ Acquisition of assets | - | - |
| b. On purpose other than above | 18.56 | 16.25 |
| c. Nature of CSR activities | Promotion of Education in rural area of village | Promotion of Education in rural area of village |
| d. Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard | 18.56 | 16.25 |

17. Value of Imports calculated on CIF basis :

| | Rs. in Lakhs | |
|-------------------------------------|--------------|---------------|
| | Current Year | Previous Year |
| Component | | |
| Spare Parts | Nil | Nil |
| 18. Expenditure in Foreign currency | Nil | Nil |

19. Value of imported and indigenous raw materials and components consumed and percentage of each to total Consumption:

| | Current Year | | Previous Year | |
|-----------------|--------------|-----|---------------|-----|
| | Rs.In Lakhs | % | Rs.In Lakhs | % |
| Raw Materials : | | | | |
| - Indigenous | 29274.70 | 100 | 22788.53 | 100 |
| - Imported | Nil | Nil | Nil | Nil |

| | 29274.70 | 100 | 22788.53 | 100 |
|--|----------|-----|----------|-----|
| Stores & Spare Parts : | | | | |
| - Indigenous | Nil | - | Nil | - |
| - Imported | Nil | - | Nil | - |
| 20. Earning in Foreign Currency : | Nil | | Nil | |

21. Previous year figures have been recast / restated.

Notes 1 to 28 and Annexure – I containing Accounting Policies and General Notes form part of the Financial Statements.

As per our report of even date attached.**For Doogar & Associates**

Chartered Accountants
Firm Reg.No. 000561N

Sd/-

Umesh Kumar Modi
(Chairman & President)
DIN 00002757

Sd/-

Aditya Kumar Modi
(Whole Time Director)
DIN 09303804

Sd/-

Ajay Kumar Aggarwal
(Director)
DIN 00632288

Sd/-

(Mukesh Goyal)

Partner
Membership No. 081810

Sd/-

Sachin
(Chief Financial Officer)
M.N. 504288

Sd/-

Vimal Prasad Gupta
(Company Secretary)
M.N. F6380

Place : NEW DELHI

Date : 29.05.2025

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