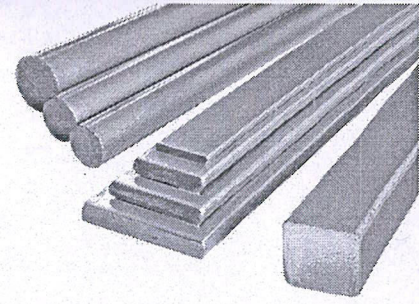


Sharda Ispat Ltd.

Regd. Off.: Kamptee Road, Nagpur - 44 00 26
Tel.: 0712 - 2245156, 2245888, | Email: shardaispat.ngp@gmail.com
Website: www.shardaispat.com | CIN No.: L74210MH1960PLC011830



06th September, 2023

To,
Manager (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Scrip Code: 513548

Dear Sir/ Madam,
Sub: - Submission of Annual Report of the Company for FY 2022-23
Submission of Notice convening 62nd Annual General Meeting

Pursuant to Regulation 34 (1) of Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Report of the Company for the Financial Year 2022-23 and the Notice convening the 62nd Annual General Meeting to be held on 29th September, 2023.

The Annual Report and Notice of 62nd Annual General Meeting is also placed on the website of the Company i.e. <https://shardaispat.com/> under Annual Report section and Investor Section respectively.

Thanking you,

Yours Sincerely,
For Sharda Ispat Limited

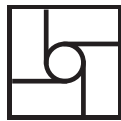
(Amit B. Mundada)
(Company Secretary & Compliance officer)



Encl:- As above

62nd
Annual
REPORT

2022-2023



SHARDA ISPAT LIMITED

NAGPUR

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BOARD OF DIRECTORS

SHRI. NANDKISHORE SARDA : Chairman & Managing Director
SMT. POONAM SARDA : Whole-Time Director & CFO
SHRI. H.K.DASS : Independent Director
SHRI. R.P.MOHANKA : Independent Director
SHRI. RAMESH MANTRI : Independent Director

Company Secretary &
Compliance Officer : SHRI. AMIT B. MUNDADA

Secretarial Auditors : M/s. SUNIL KUMAR SHARMA & ASSOCIATES
Practicing Company Secretaries
2nd Floor, Samarth Building, Sona Restaurant
Square, C A Road, Gandhibagh, Nagpur - 440002.

Statutory Auditor : M/s. PANPALIYA TAORI & CO
Chartered Accountants,
11, 2nd Floor, Bajaj Wing, NMC Mangalwari
Complex, Sadar, Nagpur – 440001

Internal Auditor : M/s. LNJ & ASSOCIATES
Chartered Accountants,
Sadar, 2nd Floor, Shreeji Apartment,
Tikekar Road, Dhantoli, Nagpur-440015

Cost Auditor : NARENDRA PESHNE AND ASSOCIATES
Cost and Management Accountants,
202, Pramila Apartment, Beside Gulmohar Hall,
Khamla Road, Nagpur- 440025

Bankers : NAGPUR NAGARIK SAHAKARI BANK LTD.
Dharampeth Branch: Block No. 103, Lok
Kalyan Bhavan, Plot No. 184/2, North
Bazar Road, Dharampeth, Nagpur-440010

Registered Office : Kamptee Road, Nagpur - 440026
Phone No. 0712-2640071
E-mail: shardaispat.ngp@gmail.com

Corporate Office : 'DA-ROCK', Plot No. 230, 6th Floor,
Hill Road, Shivaji Nagar, Nagpur-440010
Phone No.- 0712-2245888

Plant : Kamptee Road, Nagpur – 440026

**Address For
Correspondence to
Share Department** : M/s. Adroit Corporate Services Pvt. Ltd.
17 - 19, Jaferbhoy Industrial Estate,
Makwana Road, Marol Naka,
Marol, Andheri (E), Mumbai – 400059

Website : www.shardaispat.com

COMMITTEES:**1. Audit Committee**

Sr.No.	Name of the Members	Position
1.	Shri R.P. Mohanka	Chairman
2.	Shri Ramesh Mantri	Member
3.	Shri H. K. Dass	Member

2. Nomination and Remuneration Committee

Sr.No.	Name of the Members	Position
1.	Shri R.P. Mohanka	Chairman
2.	Shri Ramesh Mantri	Member
3.	Shri H. K. Dass	Member

3. Stakeholders Relationship Committee

Sr.No.	Name of the Members	Position
1.	Shri H.K. Dass	Chairman
2.	Shri Nandkishore Sarda	Member
3.	Smt. Poonam Sarda	Member

SHARDA ISPAT LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the sixty second Annual General Meeting of the Members of Sharda Ispat Limited will be held on Friday, the 29th day of September, 2023 at 11.00 a.m. (I.S.T), at the corporate office of the Company at Da-rock, Plot no. 230, 6th Floor, Hill Road, Shivaji Nagar, Nagpur-440010, to transact the following business:

ORDINARY BUSINESS

1. Adoption of Audited Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet, Profit and Loss Account and Cash Flow Statement for the year ended as at 31st March, 2023, together with the report of the Board of Directors and Auditors thereon.

2. Re-appointment of a Director

To appoint a Director in place of Smt. Poonam Sarda (DIN 00190512), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. Ratification of Remuneration of Cost Auditor of the Company for Financial Year 2022-23

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

“RESOLVED THAT pursuant to Section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) if any, consent of the members of the Company, be and is hereby accorded for ratification of remuneration of Rs. 30,000/- (Rupees Thirty Thousand Only) payable to M/s. Narendra Peshne and Associates, Cost and Management Accountants (FRN: 100269), who were appointed by the Board of Directors as Cost Auditors to conduct Cost Audit of the Company as prescribed under the Companies (Cost Records and Audit) Rules 2014, for the financial year 2022-23.”

4. Ratification of Remuneration of Cost Auditor of the Company for Financial Year 2023-24

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

“RESOLVED THAT pursuant to Section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) if any, consent of the members of the Company, be and is hereby accorded for ratification of remuneration of Rs. 35,000/- (Rupees Thirty Five Thousand Only) payable to M/s. Narendra Peshne and Associates, Cost and Management Accountants(FRN: 100269), who were appointed by the Board of Directors as Cost Auditors to conduct Cost Audit of the Company as prescribed under the Companies (Cost Records and Audit) Rules 2014, for the financial year 2023-24.”

By order of the Board of Directors

For Sharda Ispat Limited

Sd/-

**(Amit B. Mundada)
Company Secretary**

Date: 11.08.2023

Place: Nagpur

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. The proxy, in order to be effective, must be deposited proxy form at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in total not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

Corporate members intending to send their Authorised Representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf.

In the case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

2. The Company has appointed Adroit Corporate Services Private Limited, RTA, 17-19, Jafferbhoy Ind. Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (East), Mumbai

400059 as Registrars and Share Transfer Agents for Physical Shares. The said (RTA) is also the Depository interface of the Company with both National Securities Depository Limited (“NSDL”) & Central Depositories Services India Limited (“CDSL”). The information of RTA is as follows:

- **Telephone No.** 022- 42270400
- **E-mail address:** info@adroitcorporate.com

3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days’ notice in writing of the intention so to inspect is given to the Company.
4. Register of Members and the transfer books of the Company will remain closed from Saturday 23rd September, 2023 to Friday 29th September 2023 (both days inclusive).
5. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members holding shares in physical form and who have not registered their e-mail address are requested to write to M/s. Adroit Corporate Services Private Ltd, the registrar and share transfer agent of the Company. Members holding shares in Demat form are requested to register their e-mail address with their Depository participant(s) only. In view of Ministry of Corporate Affairs (MCA) circular dated 28th December 2022 and Securities and Exchange Board of India (SEBI) circular dated 5th January 2023, providing relaxation from sending hard copy of annual report to the shareholders who have not registered their e-mail address, the notice of the AGM along with the Annual Report 2022-23 is being sent through electronic mode to those members whose e-mail addresses are registered with the company/Depositories.
6. Members who hold shares in electronic form are requested to mention their DP ID and Client ID number and those who hold shares in physical form are requested to mention their Folio Number in the Attendance Slip for attending the Meeting to facilitate identification of membership at the AGM.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
8. All documents referred to in the accompanying notice and the explanatory statements are open for inspection at the Registered Office of the Company during office hours on all

working days, except Sundays & Public holiday, between 11.00 a.m. and 1.00 p.m. up to the date of the Annual General Meeting.

9. Members are requested to notify immediately change of address, if any, to their Depository Participants (DPs) in respect of their electronic share accounts and Adroit Corporate Services Private limited (RTA), or to the Company at its Registered Office in respect of their physical shares.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Act will be available for inspection during the AGM, if the members so desire. Members desiring any information are requested to write to the Company 10 days in advance.
11. Attendance Slip and Proxy Form are annexed. Members are requested to bring their duly filled-in attendance slip with a copy of the Annual Report to the place of the meeting.
12. Members who hold shares in the Dematerialized form are requested to bring their client ID and DP ID numbers for easy identification of attendance at the meeting.
13. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual reports, Notices, Circulars, etc. from the Company electronically.
14. The Notice of the AGM along with the Annual Report 2022-2023 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has specifically requested for a physical copy of the same.
15. The Members who have not yet registered their e-mail addresses are requested to register the same with RTA / Depositories. Members who want to receive hard copies of all the communication have to make a specific request to the Company by sending a letter in hard form in this regard to the RTA or the Company.
16. Pursuant to the provisions of Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations") and Secretarial Standards issued by the Institute of Company Secretaries of India, a brief note on the background and the functional expertise of the Directors of the Company seeking appointment/re-appointment along with the details of other Directorships, memberships, chairmanships of Board Committees, shareholding and relationships amongst directors inter-se is set out in the Brief Resume appended to this Notice.

17. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to Ordinary / Special Business under Item Nos. 3 and 4 of the Notice to be transacted at the AGM is annexed hereto.
18. Route Map for venue of AGM is annexed in this Notice.
19. The notice of AGM is being sent by electronic mode to all those members, whose names appear in the Register of Members/List of Beneficial Owners maintained by the Company through its RTA / Depositories as on Friday, 01st September, 2023, ('Benpose Date') and whose e-mail IDs are registered with the Company/ Depositories. For Members who have not registered their e-mail IDs, please follow the instructions given below under these Notes. Any member who is not a member as on the said benpose date shall treat this notice for information purposes only.
20. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on cut- off date of Friday, 22nd September 2023.
21. Any persons, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., 22nd September 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in.
22. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
23. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting as the AGM through ballot paper.
24. Shri. Sunil Kumar Sharma, proprietor of Sunil Kumar Sharma & Associates, Practicing Company Secretaries in whole-time practice with Membership No. FCS 10043 and Certificate of Practice No.12708, has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
25. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of a scrutinizer, by use of "remote e-voting" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
26. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated

scrutinizer report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forth with.

27. The Result declared along with the report of the scrutinizer shall be placed on the website of the Company and on the website of NSDL the results shall simultaneously be communicated to the Bombay Stock Exchange (“BSE”), Mumbai.
28. In terms of Regulation 40(1) of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. Members may please note that SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated Listed Companies to issue securities in demat 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 which is available on the website of the Company’s RTA at <https://www.adroitcorporate.com/RandTServices.aspx>.

29. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

30. Norms for furnishing of PAN, KYC, Bank details and Nomination:

Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSDPoD-1/P/ CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655&SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated November 3, 2021 and December 14, 2021, respectively, SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. The folios wherein any one of the cited documents/details is not available on or after October 1, 2023, shall be frozen by the RTA.

The securities in the frozen folios shall be eligible:

- To lodge any grievance or avail of any service, only after furnishing the complete documents / details as mentioned above.

- To receive any payment including dividend, interest, or redemption amount (which would be only through electronic mode) only after they comply with the above stated requirements.

The forms for updating of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 and the said SEBI circular are available on the website of the Company's RTA at <https://www.adroitcorporate.com/RandTServices.aspx>. In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest. The Company has dispatched a letter to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members who hold shares in dematerialized form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

Further, Shareholders holding shares in physical form are requested to ensure that their PAN is linked to Aadhaar to avoid freezing of folios. Such frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, after December 31, 2025.

31. It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI, vide its notification dated January 24, 2022, has mandated that all requests for transmission and transposition shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA for assistance in this regard.

32. Voting through electronic means

1. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, the Company is pleased to provide its members, as on the cut-off date being Friday 22nd September 2023, being the cut-off date, the facility to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice, at the 62nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by National Securities Depository Limited ("NSDL").
2. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
3. The remote e-voting period commences on Tuesday, September 26, 2023, at time 09:00 A.M. (IST) and ends on Thursday, September 28, 2023, at time 05:00 P.M. (IST). During

this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, September 22, 2023, may cast their vote by remote e-voting. The remote E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

4. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, September 26, 2023, at time 09:00 A.M. (IST) and ends on Thursday, September 28, 2023, at time 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Friday, September 22, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 22, 2023.

31.Process for registration of email ID to receive the Notice of AGM and the Annual Report for F.Y. 2022-2023 and cast votes, electronically:

Members who have not registered their email ID are required to send an email request to e-voting@nsdl.co.in along with the following documents for procuring user ID and password for e-voting for the resolutions set out in this Notice:

- In case shares are held in physical mode, please provide Folio No., name of Member, scanned copy of the share certificate (front and back), self-attested scanned copy each of PAN card and Aadhaar card.
- In case shares are held in electronic mode, please provide DP ID-Client ID (8-digit DP ID+8-digit Client ID or 16-digit beneficiary ID), name, client master or copy of Consolidated Account statement, self-attested scanned copy each of PAN card and Aadhaar card.
- If you are an individual Member holding securities in electronic mode, you are requested to refer to the login method explained at para VI below under step 1 (A) i.e., Login method for remote e-voting and joining virtual meetings for Individual Shareholders/Members holding securities in electronic mode.

Those Members who have already registered their email ID are requested to keep the same validated with their DP to enable serving of notices/ documents/Annual Reports and other communications electronically to their email ID in future.

32. Process and manner for Members opting for e-voting is as under:

1. In compliance with the provisions of Section 108 and other applicable provisions of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014

as amended, and Regulation 44 of the Listing Regulations and in terms of SEBI circular no. SEBI/HO/ CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-voting facility provided by listed entities; the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of NSDL for facilitating e-voting to enable the Members to cast their votes electronically as well as for e-voting during the AGM. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if it/they have been passed at the AGM.

2. Members are provided with the facility for voting through electronic voting system during the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, are eligible to exercise their right to vote at the AGM.
3. Members who have already cast their vote by remote e-voting prior to the AGM, will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already cast the vote through remote e-Voting.
4. Members of the Company holding shares either in physical form or electronic form, as on the cut-off date of Friday, September 22, 2023, may cast their vote by remote e-Voting. The remote e-voting period commences on Tuesday, September, 26, 2023, at time 09:00 A.M. (IST) and ends on Thursday, September, 28, 2023, at time 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 22, 2023.

Any person holding shares in physical form and non-individual shareholders, who acquire shares and become Members of the Company after the Notice is sent through e-mail and holding shares as of the cut-off date i.e., Friday, September 22, 2023, may obtain the login ID and password by sending a request at e-voting@nsdl.co.in or to the Company's RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on <http://www.e-voting.nsdl.com> or call on 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and become Members of the Company after sending of the Notice and holding shares as of the cut-off date i.e., Friday, September 22, 2023, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-voting system. Other methods for obtaining/ procuring user IDs and passwords for a-Voting are provided in the AGM Notice.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, September, 26, 2023, at time 09:00 A.M. (IST) and ends on Thursday, September, 28, 2023, at time 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 22, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 22, 2023.

How do I vote electronically using NSDL e-voting system?

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:





Step 1: Access to NSDL e-voting system

A) Login method for e-voting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “ Beneficial Owner ” icon under “ Login ” which is available under ‘ IDeAS ’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on “ Access to e-Voting ” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period. If you are not registered for IDeAS e-Services, option to

	<p>register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> 2. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. 3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi /Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On 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. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register

	<p>is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 48867000 and 022 - 24997000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a). If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b). If you are using NSDL e-voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a

.pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

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

Step 2 : Cast your vote electronically on NSDL e-voting system.

How to cast your vote electronically on NSDL e-voting system?

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

General Guidelines for shareholders

- 1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail cssunsharma7@gmail.com

with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 48867000 and 022 - 24997000 or send a request to Anubhav Saxena at evoting@nsdl.co.in.

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

- a. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@adroitcorporate.com in with copy marked to shardaispat.ngp@gmail.com.
- b. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@adroitcorporate.com in with copy marked to shardaispat.ngp@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) i.e. Login method for e-voting for Individual shareholders holding securities in demat mode.
- c. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- d. In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.

ANNEXURE TO THE NOTICE

Explanatory Statement as required by Section 102 of the Companies Act, 2013

As required by Section 102 of the Companies Act, 2013, the following explanatory statement set out the material facts relating to Special Business mentioned under Item no’s 3 and 4 in the accompanying Notice dated 11th August, 2023.

Item No. 3

Pursuant to Section 148 (3) of the Companies Act, 2013, M/s. Khanuja Patra & Associates, Cost & Management Accountants, Nagpur were appointed as the Cost Auditors of the Company for financial year 2022-23 by the Board of Directors. However, due to resignation of M/s. Khanuja Patra & Associates, as the Cost Auditor of the Company, the Board of Directors of the Company appointed Narendra Peshne and Associates, Cost & Management Accountants, Nagpur, as Cost Auditor of the Company for the financial year 2022-23, to fill the casual vacancy. The Board of Directors of the Company at its Meeting held on 29th May, 2023 appointed Narendra Peshne and Associates, Cost & Management Accountants, Nagpur as the Cost Auditors of the Company for financial year 2022-23.

The Board, on the recommendation of the Audit Committee, approved the appointment and remuneration of Narendra Peshne and Associates, Cost & Management Accountants, Nagpur as the Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2023 at a remuneration of Rs. 30,000/- (Rupee Thirty thousand only) .

In accordance with the provisions of Section 148 of the Companies Act, 2013 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, has to be ratified by the Members of the Company.

Accordingly, the consent of the members is sought by way of an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending 31st March, 2023.

None of the Directors/ Key Managerial Personnel of the Company and /their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

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

Item No.4

The Board, on the recommendation of the Audit Committee, has in its meeting held on 29th May 2023, approved the appointment of Narendra Peshne and Associates, Cost & Management Accountants, as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March 2024, at a remuneration not exceeding 35,000/- (Rupees three five thousand only).

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought by way of an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March 2024.

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

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Details of the Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting

(In pursuance of sub-regulation (3) of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of Director	Smt. Poonam Sarda
Date of Birth	04/02/1972 (51 Years)
Expertise in specific functional areas	Company Whole-time Director and Chief Financial officer with business experience
Qualifications	LL.B and C.A. (Intermediate)
Directorships held in other listed entities	None
Membership/ Chairmanship of Committees of other listed entities	None
Shareholding in the Company	1,28,060

**By order of the Board of Directors
For Sharda Ispat Limited**

**Date: 11.08.2023
Place: Nagpur**

**Sd/-
(Amit B. Mundada)
Company Secretary**

Board's Report

Dear Members,

Your Directors are pleased to present herewith their Sixty Second Annual Report on the business and operations of the Company together with the Audited Financial Statements for the Financial Year ended 31st March, 2023.

1. FINANACIAL RESULTS: (STANDALONE)

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

(Rs.in Lakhs)

Particulars	2022-23	2021-22
Gross Income	14,327.33	11,989.57
Profit Before Interest and Depreciation	699.91	551.56
Less: Finance Charges	82.67	67.57
Gross Profit	617.24	483.99
Less: Provision for Depreciation	79.88	71.90
Profit before Exceptional Item and Tax	537.36	412.09
Net Profit Before Tax	537.36	412.09
Less: Provision for Tax		
a. Current Tax	(140.65)	(110.25)
b. Income Tax (earlier years)	0.27	(4.19)
c. Deferred Tax	2.48	4.47
Net Profit After Tax	399.46	302.12
Balance of Profit / (Loss) Brought Forward	2728.53	1,957.49
Other Comprehensive Income	47.35	170.13
Surplus Carried to Balance Sheet	3175.34	2429.74

2. STATE OF COMPANY'S AFFAIRS:

Discussion on the state of the Company's affairs has been covered as part of the Management Discussion and Analysis. Management Discussion and Analysis for the year under review, as stipulated under SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of the Annual Report.

3. REVIEW OF PERFORMANCE:

Financial Year 2022-23 was filled with challenging environment, supply chain concerns, steep rise in few commodities, increase in input raw material cost etc. However, better management of volatile prices, cost reduction initiatives & quality improvement helped the Company to continue its profitable journey.

Despite such a volatile & complex business environment, the Company has delivered extremely well results during Financial Year 2022-23. The Company achieved Revenue from operations Rs. 14,327.33 Lakh against Rs. 11,935.09 Lakh in financial year 2021-22. The gross income of your Company stood at Rs.14,327.33 Lakh as compared to Rs. 11,989.57 Lakh of the previous financial year.

The automotive sector is a key contributor to the Company's business performance. Financial year 2022-23 has seen a remarkable growth of 34% in Commercial vehicles sector. Increased auto sales would further improve the business performance of the Company in the coming years.

4. DIVIDEND:

In view of meeting our Company's working capital requirements for long-term sustainability in future, your directors took a prudent decision to plough back the profits into the business and not to recommend any dividend for the Financial Year 2022-23.

5. TRANSFER TO RESERVES:

The Board of Directors has decided to retain the entire amount of profit for Financial Year 2022-23 in the statement of profit and loss.

6. DEPOSITS:

The Company has not accepted any deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

7. INFORMATION ABOUT SUBSIDIARY/ JOINT VENTURES / ASSOCIATE COMPANY:

During the financial year ending 31st March, 2023, the Company has no Subsidiary, Joint Venture or Associate Companies. Accordingly, a statement under the provisions of Section 129 (3) of the Companies Act, 2013, containing salient features of the financial statements of the Company's subsidiary in Form AOC-1 is not enclosed.

8. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

Since there was no unpaid/unclaimed dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY FROM THE END OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT:

There are no material changes and commitments affecting the financial position of the Company between the 01st April, 2023 and the date of this Report.

10. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Smt. Poonam Sarda (DIN 00190512) Whole-time Director (Chief Financial officer) of the Company retire by rotation at the ensuing Annual General Meeting and being eligible has offered herself for re-appointment.

During the year under review, the members approved by passing the Special and Ordinary resolutions through Postal Ballot Notice dated 21st April, 2022.

1. The re-appointment of Shri Nandkishore Sarda, as Chairman and Managing Director of the Company for a period of five years with effect from 01st April, 2022.
2. The re-appointment of Smt. Poonam Sarda as Director liable to retire by rotation. The members also approved her re-appointment as Whole-time Director of the Company for a period of five years with effect from 1st April, 2022.

The Board of directors recommends her appointment for consideration of the shareholders at item no.2 of the Notice calling 62nd Annual General Meeting.

The brief resume and other details relating to Smt. Poonam Sarda (DIN:00190512) who is proposed to be re-appointed, as required to be disclosed under Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is incorporated in the annexure to the notice calling 62nd Annual General Meeting.

None of the Directors of your Company are disqualified under the provisions of Section 164 (2)(a) and (b) of the Companies Act, 2013.

During the period under review, no Non-Executive Director of the Company had any pecuniary relationship or transactions with the Company.

Smt. Poonam Sarada was appointed as Director of the Company on 21.01.2010 and further as Whole-time Director on 01.04.2012 and has been continued as Woman Director of the Company.

As per the provisions of Section 2 (51) read with Section 203 of the Companies Act, 2013, the Board of Directors noted that Shri Nandkishore Sarada, (DIN 00229911) Chairman and Managing Director, Smt. Poonam Sarada, (DIN 00190512) Whole-time Director and Chief Financial Officer and Shri Amit B. Mundada (Company Secretary and Compliance officer) are the key managerial Personnel of the Company as on the date of this Board's Report.

The Company has received the necessary declaration from each Independent Directors who are part of board confirming that:

- a. He meets the criteria of independence as laid down in Section 149 (6) of the Companies Act, 2013 read with the schedules, rules made thereunder and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- b. Registered themselves with the Independent Director's databank as per the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

In the opinion of the Board, there has been no change in the circumstances which may affect the status of Independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board.

Key Managerial Personnel

During the year under review, there was no change in the Key Managerial Personnel.

11. BOARD EVALUATION:

During the financial year 2022-23, the Nomination and Remuneration Committee to formulate a process for effective evaluation of the performance of individual Directors, Committees of the Board and the Board as a whole, in accordance with the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board formally assesses its own performance based on parameters which, inter alia, include performance of the Board on deciding long term strategy planning, structure, composition and role clarity of the Board and Committees, discharging of governance and fiduciary duties, handling critical issues etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as composition of the committee, effectiveness of the committee meetings, information and functioning. The parameters for the performance evaluation of the Directors include contribution made at the Board / Committee meetings, attendance, instances of sharing best practices, domain knowledge, vision, strategy, etc.

In a separate meeting of independent directors, the performance of the non-independent directors and the Board as a whole was evaluated. Additionally, they also reviewed performance of the Chairman of the Board, taking into account the views of Executive and Non-executive Directors. They also assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The above evaluations were then discussed in the Board meeting and performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

12. REMUNERATION POLICY:

Remuneration to Executive Directors:

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors at the Board meeting, subject to the subsequent approval of the Shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, positive attributes, industry standards as well as the financial position of the Company.

Remuneration to Non- Executive Directors:

The Non-Executive Directors are paid remuneration by way of sitting fees. The Non-Executive Directors are paid sitting fees for each meeting of the Board attended by them.

The details of Board and committee composition, tenure of directors, areas of expertise and other details are available in the Corporate governance report that forms part of this Integrated Annual Report. The policy on Appointment and Remuneration of Directors, Key Managerial Personnel and other employees is posted on the website of the Company <http://shardaispat.com> under the policy tab in Investor section.

13. FAMILIARIZATION PROGRAMMES FOR BOARD MEMBERS

The familiarization program aims to provide insights to the Independent Directors to understand the business of the Company. Upon induction, the independent directors are familiarized with their roles, rights and responsibilities. Your Company provides

information to familiarize the Independent Directors with the strategy, operations and functions of the Company.

The Independent Director/s, from time to time, request management to provide detailed understanding of any specific project, activity or process of the Company. The management provides such information and training either at the meeting of Board of Directors or otherwise.

At various Board Meetings during the year, the Board Members are provided with information to help them to understand the Company's strategy /policies, business model, operations, products, markets, organization structure, finance, human resources, technology, quality, facilities and risk management, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates and such other matters as may arise from time to time.

Quarterly information on business performance, operations, safety, market scenario, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, donations, regulatory scenario etc.

The policy on familiarization programmes for Independent Directors is posted on the website of the Company <http://shardaispat.com/investor/policy>.

14. DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 sub-section (3) (c) and (5) of the Companies Act, 2013, the Board of Directors hereby states and confirms that:

- (i). In the preparation of the annual accounts for the year ended 31st March, 2023, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- (ii). The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for the year ended on that date;
- (iii). The Directors have taken Proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv). The Directors have prepared the annual accounts on a 'going concern' basis.
- (v). The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

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

15.AUDITORS AND THEIR REPORT:

STATUTORY AUDITORS

M/s. Panpalia Taori & Co., Chartered Accountants, Nagpur were appointed as the statutory auditors of the Company at the 59th Annual General Meeting (AGM) of the Company held on 11th December, 2020 for a fixed first term of 5 years from the conclusion of 59th Annual General Meeting until the conclusion of the 64th Annual General Meeting to be held for the Financial Year 2024-25.

The Auditors' Report submitted by M/s. Panpalia Taori & Co., Chartered Accountants, Nagpur, the Statutory Auditors to the Members of the Company for the Financial Year 2022-23 do not contain any qualification. The observations made by the Statutory Auditors in their report are self-explanatory and have also been further amplified in the Notes to the Financial Statements and as such, do not call for any explanations.

During the Financial Year 2022-23 under review :

- a) There has been no fraud occurred, noticed and/or reported by the Statutory Auditors under Section 143(12) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended);
- b) The observations made by the Statutory Auditors on the financial statements for the Financial Year 2022-23 under review including the affairs of the Company are self-explanatory and do not contain any qualification, reservation, adverse remarks or disclaimer. As such, no specific information, details or explanations are required to be given or provided by the Board of Directors of the Company.

COST AUDITORS

In terms of Section 148 of the Act, the Company is required to maintain cost records and have the audit of its cost records conducted by a Cost and Management Accountant. As required under Section 148(1) of the Act, cost records are prepared and maintained by the Company.

The Board of Directors of the Company has, on the recommendation of the Audit Committee, approved the appointment of Shri. Deepak Khanuja, partner of M/s. Khanuja Patra & Associates, Cost and Management Accountants, Nagpur to conduct the audit of the cost accounting records of the Company for the financial year 2022-23 on the remuneration of Rs. 30,000/-. The shareholders had approved the remuneration payable to the Cost Auditor in the sixty first Annual General Meeting of the Company which was held in the financial year 2022-23.

Due to their preoccupation in other assignments, M/s. Khanuja Patra & Associates, Cost and Management Accountants, expressed their inability to do the cost audit of the cost records of the Company for the financial year 2022-23.

The Board of Directors of the Company in their meeting held on 29th May, 2023 has on the recommendation of the Audit Committee, approved the appointment of Narendra Peshne & Associates, Cost and Management Accountants, Nagpur to conduct the audit of the cost accounting records of the Company for the financial year 2022-23 and 2023-24.

As required under the Companies Act, 2013, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, resolution seeking members ratification for remuneration to be paid to Cost Auditors is included at Item No.3 and 4 of the Notice convening Annual General Meeting.

SECRETARIAL AUDITOR:

M/s. Sunil Kumar Sharma and Associates, Practicing Company Secretaries, Nagpur were appointed as the Secretarial Auditors of the Company, for the Financial Year 2022-23.

The Secretarial Audit Report in Form No. MR-3 submitted by the said Secretarial Auditors is attached as an Annexure – 4, which forms an integral part of the Board's Report.

With reference to the comment of the secretarial auditors regarding-

The Company has not paid listing fee to Calcutta Stock Exchange and the Status of the Company as viewed on the website of Calcutta Stock Exchange, is suspended.

The necessary clarification/ explanation on the qualification/ adverse remark in the Secretarial Audit Report is given below:

The Company has stepped up and is in the process to expel the suspension from Calcutta Stock Exchange.

Further, the Board of Directors of the Company at its Meeting held on 29th May, 2023 has approved the re-appointment of, M/s. Sunil Kumar Sharma and Associates, Practicing Company Secretaries, Nagpur, as the Secretarial Auditors of the Company for the Financial Year 2023-24.

16. CORPORATE SOCIAL RESPONSIBILITY:

Pursuant to the amendment in the provisions of Section 135 of the Companies Act, 2013, effective from 22nd January, 2021, the requirement for the constitution of the Corporate Social Responsibility Committee shall not be applicable, Where the amount to be spent by a company towards the Corporate Social Responsibility does not exceed

fifty lakh rupees. During the year under review the Corporate Social Responsibility Committee provisions were not applicable to the Company as its Profits before taxation for the preceding 3 financial year's viz. 2019-2020 to 2021-2022 were less than Rs. 5.00 crores. The Board was decided to dissolve the Corporate Social Responsibility Committee with effect from 11th November, 2022.

The CSR policy has been hosted on the Company's website and is available on the link <http://shardaispat.com/investor/policy> under the head policies under the Investor's section. It lays down the purpose of formulation of the policy, areas of focus, composition of Committee and CSR budget.

During the year under Review, the Company is not required to spend any amount on Corporate Social Responsibility activities.

17. CORPORATE GOVERNANCE:

Pursuant to provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, a separate section on corporate governance practices followed by the Company, together with a certificate from the Practicing Company Secretary confirming compliance and a certificate of non-disqualification of directors forming an integral part of the Board's Report of the Company.

18. DISCLOSURES

NUMBER OF MEETINGS OF THE BOARD:

During the Financial Year 2022-23 under review, 6 meetings of the Board of Directors of the Company were held on (i) 21st April, 2022, (ii) 30th May, 2022, (iii) 12th August, 2022, (iv) 26th September, 2022, (v) 11th November, 2022 and (vi) 30th January, 2023.

PARTICULARS OF LOAN GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:

The particulars of Loans given and investments made by the Company as covered under the provisions of Section 186 of the Companies Act, 2013 are given in financial statements (Ref. Notes No. 6 and 13). The loans given are utilized by the recipient for their business purposes. Your Company has not extended corporate guarantee or securities granted on behalf of any other Company.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operations were observed. (Refer MD & A para Internal Control Systems and Their Adequacy for detail analysis.)

RELATED PARTY TRANSACTIONS:

All transactions with related parties were reviewed and approved by the Audit Committee and were in accordance with the Policy on dealing with and materiality of related party transactions and the related party framework, formulated and adopted by the Company. All contracts or arrangements entered into by the Company with Related Parties during the financial year were on an arm's length basis and in the ordinary course of business.

Pursuant to Section 134 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of transactions with related parties, are provided in Form AOC-2, which is annexed herewith as Annexure "1". Related party disclosures as per Ind AS have been provided in Note 35 to the Financial Statements. (Please refer Note No. 13 and 37 of the financial statements).

The policy on Related Party Transactions in line with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as approved by the Board is uploaded on the Company's website at <http://shardaispat.com> under the head policy in Investor section.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

The information on conservation of energy, technology absorption and foreign exchange outgo, as required to be disclosed under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are given in the Annexure – 2 to this report.

ANNUAL RETURN:

Pursuant to the provisions of Sections 92(3) and 134(3)(a) of the Companies Act, 2013, copies of the Annual Returns of the Company have been uploaded on the Company's website shardaispat.com and can be accessed at weblink http://shardaispat.com/wp-content/uploads/2023/03/Form_MGT_7-2023.pdf.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

The information required to be provided pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, are given in Annexure-3.

The details of top ten employees of the Company is annexed as Annexure 3-A to this Report.

None of the Employee has drawn the remuneration more than the limit prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

RISK MANAGEMENT:

Risk management, which aims at managing the impact of uncertainties, is an Integral part of the Company's strategy setting and decision making process. The Company regularly identifies uncertainties and after assessing them, devises short-term and long-term plans to mitigate any risk which could materially impact on the Company's goals. This process of identifying and assessing the risks is a two-way process with inputs being taken from employees across the organization.

The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The risk management policy of your Company is available on the website of the Company- <http://shardaispat.com/investor/policy>.

GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:-

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. No significant or material orders were passed by the Regulators or Courts or Tribunal which impact the going concern status and Company's operations in future.
5. The Company is required to maintain cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and such accounts and records are made and maintained.
6. During the financial year 2022-23, the Company has duly complied with the applicable Secretarial Standards, namely Secretarial Standard-1 ('SS-1') on Meetings of the Board of Directors and Secretarial Standard-2 ('SS-2') on General Meetings.
7. There are no such shares of the Company which are to be kept in the shares suspense account.
8. The Company has complied with provisions relating to the constitution of Internal Complaints committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
9. Under the Insolvency and Bankruptcy Code 2016, no applications were made during the financial year 2022-23 by or against the Company and there are no proceedings pending as at the end of the financial year.
10. The Company has not made any one time settlement with any of its lenders.

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The disclosures/ information/ details disclosed/ given elsewhere in the annual report have not been repeated again in the Board's Report for the sake of brevity. Members are requested to refer relevant sections for the information. All policies/ disclosures required to be disclosed on the website are available under the Investors' section on the website of the Company at www.shardaispat.com.

ACKNOWLEDGEMENT:

The Board expresses its sincere gratitude to the shareholders, bankers/lenders, Investors, vendors, State and Central Government authorities and the valued customers for their continued support. The Board also wholeheartedly acknowledges and appreciates the dedicated efforts and commitment of all employees of the Company.

For and on behalf of the Board of Directors

Sd/-

Nandkishore Sarda

Chairman & Managing Director

DIN: 00229911

Address: Plot No. 32,

Cement Road, Shivaji Nagar,

Shankar Nagar, Nagpur-440010

Date: 11.08.2023

Place: Nagpur

INDEPENDENT AUDITOR'S REPORT

**To the Members of,
Sharda Ispat Limited**

Report on the IND AS Financial Statements

Opinion

1. We have audited the accompanying IND AS Financial Statements of Sharda Ispat Limited ('the Company'), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss (including the statement of Other Comprehensive Income), the Cash flow Statement and the Statement of Changes in Equity for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanation given to us, the aforesaid IND AS Financial Statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at 31st March, 2023, its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the IND AS financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

5. We have determined the matters described below to be the key audit matters to be communicated in our report:

Key audit matter	How our audit addressed the key audit matter
<p>Related Party Transaction The company has entered into various transactions with the related parties. The transaction includes sale of goods, purchase of goods, receiving services, providing loans to related party.</p> <p>Identification, completeness, compliance with laws and disclosure of transaction with related parties are key audit matters.</p> <p>We have identified the related party transaction as a key audit matter because of risks with respect to completeness of disclosure made in the financial statement, judgment involved in assessing whether transaction entered with the related parties are accounted at arm length price and proper compliance of related party transaction with respect to Companies Act, 2013 and Regulations 23 of SEBI (Listing Obligation and Disclosure Requirements), regulation 2015.</p>	<p>Our audit procedure includes the following</p> <ol style="list-style-type: none"> 1. We have obtained understanding of Companies procedures with respect of identifying related parties. 2. We have assessed whether the effective internal control are in place with respect to identifying, authorizing, recording and disclosing related party transaction. 3. We carried out an assessment of compliance with the Companies Act mainly section 177 and section 188. We have also checked the compliance with the SEBI (Listing Obligation and Disclosure Requirements). 4. We have tested on sample basis, related party transactions with the underlying agreement, contracts confirmation letters and other supporting. 5. Obtained an understanding of the Company's procedures in respect of evaluating arms-length pricing and approval process by the audit committee and the board of directors. 6. We considered the adequacy and appropriateness of the disclosures in the financial statement in accordance with relevant Indian Accounting Standard (Ind AS).

Information other than the Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's Annual Report but does not include the IND AS financial statements and our auditor's report thereon.

Our opinion on the IND AS 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 IND AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the IND AS Financial Statements

7. 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 IND AS Financial Statements that give a true and fair view of the state of affairs (financial position), profit and loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (IND AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder. 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 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 IND AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
8. In preparing the IND AS 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.
9. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility

10. Our objectives are to obtain reasonable assurance about whether the IND AS 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 IND AS financial statements.
11. 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 IND AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the IND AS financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. 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.

13. 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.
14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the IND AS 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

15. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
16. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in equity and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid IND AS Financial Statements, comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;
 - (e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a Director in terms of Section 164 (2) of the Act;
 - (f) We have also audited the internal financial controls over financial reporting of the Company as on 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date and our report as per "Annexure B" expressed an unmodified opinion;
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations as on March 31, 2023 on its financial position in the IND AS financial statements. (Refer Note 34 to the IND AS financial statements on Contingent Liabilities)
- ii. The company did not have any material foreseeable losses on long term contracts including derivative contracts;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2023.
- 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 persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) contain any material misstatement.
- v. During the year under review, the Company has not paid any dividend and hence Section 123 of the Act is not applicable to the Company.
- vi. In our opinion, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

- vii. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 (as amended) which provides for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company only with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For Panpaliya Taori & Co.
Chartered Accountants

UDIN-23115665BGVPGA8315

Ritesh Panpaliya
Partner (M.No.115665)
Firms Reg. No. 125508W

Nagpur, dated

29th May, 2023.

“ANNEXURE A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred in our Audit Report of even date of M/s Sharda Ispat Limited for the year ended 31-03-2023)

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report 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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified once in three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, all property, plant, and equipment were verified during the year. No material discrepancies were noticed on such verification.

(c) The Company does not own any immovable property. Accordingly, the reporting under clause 3(i)(c) of the order is not applicable to the company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year ended March 31,2023. Accordingly, the reporting under clause 3(i)(d) of the order is not applicable to the company.

(e) No proceedings have been initiated or are pending against the company for holding any Benami property under the “Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and Rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable, and procedures and coverage as followed by management were appropriate. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) During the year, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account other than those as set out below:

Rs in lakhs							
Name of the Bank	Working Capital Limit Sanctioned	Nature of current assets offered as security	Quarter	Amount as per statement submitted to bank (a)	Amount as per books of account (b)	Difference (a-b)	Reason for difference
Nagpur Nagarik Sahakari Bank Limited	875.00	Hypothecation of Stock and Debtors	Jun-22	2174.50	2380.75	-206.25	Incorrect valuation of stock and incorrect reporting of debtors
			Sep-22	1957.84	1984.70	-26.86	Incorrect valuation of stock and incorrect reporting of debtors
			Dec-22	1827.31	1903.69	-76.38	Incorrect valuation of stock
			Mar-23	2211.49	2238.98	-27.49	Incorrect valuation of stock and also incorrect reporting of debtor amount

(iii) During the financial year, the company has not made any investment and provided any guarantee or security. However, company has granted loans to company in respect of which the requisite information is given below:

(a) The Company has provided loans only and the requisite information is given below

Rs in lakhs	
Particulars	Loans
Aggregate amount granted/ provided during the year	752.00
<u>Particulars</u>	
Subsidiaries	-
Associate	-
Others	752.00
Balance Outstanding as at balance sheet date	
Subsidiaries	-
Associate	-
Others	811.56

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the Company has not done any investments or provided guarantees during the year. The terms and conditions of the grant of loans during the year are not prima facie prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular..

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given.

(e) There were no loans or advance in the nature of loan granted to companies, firms, limited liability partnerships or any other parties which was fallen due during the year, that has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

- (iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013, in respect of granting of loans, making investments and providing guarantees and securities, as applicable.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on Clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account 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/ services 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) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, Income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amount payable in respect of these statutory dues were outstanding at the year-end, for a period of more than six months from the date they become payable.

(b) The details of statutory dues referred to in sub- clause (a) above which have not been deposited with the concerned authorities as on 31 March 2023, on account of dispute are given below.

Rs in lakhs				
Sr. No.	Name of the Statute	Nature of Dues	Amount	Forum where dispute is pending
1	Central Excise Act	Excise Duty & Penalty	19.64	Joint Commissioner, Central Excise Nagpur
2	Income Tax Act, 1961 (A.Y.2014-15)	Income Tax	1.53	Commissioner of Income Tax (Appeals), Nagpur

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(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.

(b) The company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) No term loans were sanctioned during the year.

(d) On an overall examination of the financial statements of the Company, no funds raised on short term basis have been used for long term purposes by the company.

(e) The Company do not have subsidiary, associates or joint venture and accordingly reporting under clause 3 (ix) (e) is not applicable to the company.

(f) The Company do not have subsidiary, associates or joint venture and accordingly reporting under clause 3 (ix) (f) is not applicable to the company. Company.

- (x) (a) The Company has not raised any money during the year by way of initial public offer/ further public offer (including debt instruments) hence, the requirement to report on Clause 3 (x) (a) of the Order is not applicable to the Company.
- (b) The company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-Section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.
- (c) According to the information and explanations given to us, no whistle blower complaints were received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Hence reporting on Clause 3(xii)(a)/(b)/(c) of the Order is not applicable to the Company.
- (xiii) In our opinion, all transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the notes to the Financial Statements, as required by the applicable accounting standards.
- (xiv) (a) In our opinion the company has an internal audit system commensurate with the size and nature of its business.
- (b) The reports of the Internal Auditors issued till date of the audit report for the period under audit have been considered by us.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) of the Order is not applicable.
- (b) In our opinion the Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve bank of India, hence, the requirement to report under Clause 3(xvi)(c) of the order is not applicable to the company.

- (d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The company has not incurred cash losses in the financial year covered by our audit and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly the reporting under Clause 3(viii) of the order is not applicable to the Company.
- (xix) On the basis of the financial ratios disclosed in notes to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that 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) The Company's Net worth, Turnover and Net Profit in immediately preceding financial year is below the limit mentioned in Section 135 of the Companies Act. Accordingly, reporting under Clause 3(xx) of the Order is not applicable for the year.
- (xxi) The Company is not required to prepare the consolidated financial statements as the company do not have subsidiary or associates or joint venture hence reporting under the clause is not applicable to the company.

**For Panpaliya Taori & Co.
Chartered Accountants**

UDIN-23115665BGVPGA8315

**Ritesh Panpaliya
Partner (M.No.115665)
Firms Reg. No. 125508W**

Nagpur, dated the
29-05-2023

“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of M/s Sharda Ispat Limited

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

We have audited the internal financial controls over financial reporting of M/s Sharda Ispat Limited (“the Company”) as of March 31, 2023 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on , the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (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 Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the 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 judgement, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Panpaliya Taori & Co.
Chartered Accountants

UDIN-23115665BGVPGA8315

Ritesh Panpaliya
Partner (M.No.115665)
Firms Reg. No. 125508W

Nagpur, dated

29th May, 2023.

SHARDA ISPAT LIMITED, NAGPUR.
BALANCE SHEET AS AT 31ST MARCH 2023

(Rs. In Lakhs)

PARTICULARS	Note	31.03.2023	31.03.2022
Assets			
1 Non-current assets			
(a) Property, plant and equipment	4	309.22	169.29
(b) Intangible assets	5	0.19	0.48
(c) Financial Assets			-
Investments	6	982.11	934.46
Other financial assets	7	61.93	81.03
(d) Other non-current assets	8	0.11	-
Total Non-Current Assets		1,353.56	1,185.25
2 Current assets			
(a) Inventories	9	1,170.44	832.80
(b) Financial Assets			-
Trade receivables	10	1,184.07	1,289.95
Cash and cash equivalents	11	123.22	105.17
Bank balances (other than above)	12	25.00	4.03
Loans	13	813.56	677.60
Other financial assets	7	0.97	0.97
(d) Other current assets	8	1,242.11	268.09
Total Current Assets		4,559.38	3,178.62
TOTAL ASSETS		5,912.94	4,363.87
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	14	507.68	507.68
(b) Other equity	15	3,175.34	2,728.53
Total Equity		3,683.02	3,236.21
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
Borrowings		-	-
Lease liabilities	17	67.24	-
Other Financial Liabilities		-	-
(b) Provisions	18	19.35	20.85
(c) Deferred tax liabilities (Net)	19	50.33	45.63
Total Non-Current Liabilities		136.92	66.47
Current Liabilities			
(a) Financial Liabilities			
Borrowings	16	1,746.53	760.47
Lease liabilities	17	58.58	0.60
Trade payables	20		
(a).Total outstanding dues of Micro enterprises and small enterprises		1.20	1.25
(b).Total outstanding dues of creditors other than Micro enterprises and small enterprises		159.02	122.02
(b) Other current liabilities	21	77.19	132.76
(c) Provisions	18	39.80	38.92
(d) Current tax Liabilities (Net)	22	10.67	5.17
Total Current Liabilities		2,092.99	1,061.19
Total Liabilities		2,229.92	1,127.66
TOTAL EQUITY AND LIABILITIES		5,912.94	4,363.87

Panpaliya Taori and Co.
Firm Registration No. 125508W
Chartered Accountants

For & on behalf of the Board of Directors
(Nandkishore Sarda)
(Chairman cum Managing Director)
(DIN 00229911)

CA. Ritesh Panpaliya
Partner
Membership No.115665

(Amit Mundada)
(Company Secretary)

(Poonam Sarda)
(Whole Time Director & CFO)
(DIN 00190512)

Nagpur
Dated:- 29th May 2023

Nagpur
Dated:- 29th May 2023

SHARDA ISPAT LIMITED, NAGPUR.
STATEMENT OF PROFIT AND LOSS FOR YEAR ENDING 31ST MARCH 2023

PARTICULARS	Note	31.03.2023	31.03.2022
I Income			
Revenue from Operations	23	14,327.33	11,935.09
Other Income	24	122.38	54.48
Total Income		14,449.72	11,989.58
II Expenses			
Costs of Material Consumed	25	12,003.06	10,409.01
Purchases of Stock-in-Trade	26	-	34.39
Changes in Inventories of Stock-in-Trade & Finished Goods	27	7.11	(497.05)
Employee Benefits Expense	28	284.39	230.70
Finance Costs	29	82.67	67.57
Depreciation and Amortisation Expenses	30	79.88	71.90
Other Expenses	31	1,455.25	1,260.95
Total Expenses		13,912.35	11,577.48
III Profit / (Loss) before Tax		537.36	412.10
IV Tax Expense			
(1) Current Tax		(140.65)	(110.25)
(2) Deferred tax (charge) / credit		2.48	4.47
(3) Excess / (Short) provision for taxation in respect of earlier years		0.27	(4.19)
		-	-
		(137.90)	(109.97)
V Profit / (Loss) for the Year		399.46	302.12
VI Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Gain / Loss on Fair Valuation of Investment		47.65	190.92
Remeseasurement of the net defined benefit plans		6.89	1.05
Deferred Tax on above		(7.18)	(21.84)
VII Total comprehensive income for the year		446.81	472.25
VIII Earning per equity share of nominal value of ` 10/- each	32	7.87	5.95
Basic and Diluted			

Panpaliya Taori and Co.
Firm Registration No. 125508W
Chartered Accountants

For & on behalf of the Board of Directors
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(DIN 00229911)

CA. Ritesh Panpaliya
Partner
Membership No.115665

(Amit Mundada)
(Company Secretary)

(Poonam Sarda)
(Whole Time Director & CFO)
(DIN 00190512)

Nagpur
Dated:- 29th May 2023

Nagpur
Dated:- 29th May 2023

SHARDA ISPAT LIMITED, NAGPUR.
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2023

Statement of Changes in Equity
Equity share capital

(Rs. In Lakhs)

Particulars	Notes	For the Year ended 31st March 2023	For the Year ended 31st March 2022
A. EQUITY SHARE CAPITAL			
Balance at the beginning of the year		507.68	507.68
Changes in equity share capital during the year		-	-
Balance at the end of the year		507.68	507.68

B. OTHER EQUITY

(Rs. In Lakhs)

Particulars	Notes	Capital reserve	Securities Premium reserve	Retained Earnings	Total
Balance at 1st April, 2021		25.00	273.79	1,957.49	2,256.28
Profit / (Loss) for the year		-	-	302.12	302.12
Other comprehensive income		-	-	170.13	170.13
Balance at 31st March, 2022		25.00	273.79	2,429.74	2,728.53
Balance at 1st April, 2022		25.00	273.79	2,429.74	2,728.53
Profit / (Loss) for the year		-	-	399.46	399.46
Other comprehensive income		-	-	47.35	47.35
Balance at 31st March, 2023		25.00	273.79	2,876.55	3,175.34

Panpaliya Taori and Co.

Firm Registration No. 125508W
Chartered Accountants

(Nandkishore Sarda)
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CA. Ritesh Panpaliya

Partner
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(Whole Time Director & CFO)
(DIN 00190512)

Nagpur

Dated:- 29th May 2023

Nagpur

Dated:- 29th May 2023

SHARDA ISPAT LIMITED, NAGPUR.			
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2023			
Particulars		31-03-2023	31-03-2022
A.	<u>Cash Flow From Operating Activities</u>		
	<u>Net Profit(Loss) before tax</u>	537.36	412.10
	Adjustments for:		
	i) Depreciation & Amortisation	79.88	71.90
	ii) Remeasurement of net defined plan	6.89	1.05
	iii) Interest Paid	82.67	67.57
	iv) Interest Received	(64.45)	(54.26)
	v) Profit on redemption on Mutual Fund	-	-
	vi) Profit on Sale of Fixed Assets	(4.21)	-
	Operating Profit before Working Capital Changes :	638.13	498.36
	Adjustments for:		
	i) Decrease/(Increase) in Trade & Other Receivables	105.87	(65.23)
	ii) Decrease/(Increase) in Inventories	(337.64)	(131.54)
	iii) Increase/(Decrease) in Trade Payable & Other Liabilities	(23.52)	(33.26)
	iv) Increase/(Decrease) in provision	(0.62)	5.05
	v) Decrease/(Increase) in other financial asset and other asset	(976.00)	150.25
	Cash Generation from Operations	(593.77)	423.62
	Add: Taxes Paid	(129.98)	(139.85)
	Net Cash from Operating Activities (A)	(723.76)	283.77
B.	<u>Cash Flow From Investing Activities</u>		
	Purchase Of Fixed Assets	(45.52)	(7.44)
	Sale of Fixed asset	6.77	-
	Loan (given)/received back during the year	(135.96)	(70.22)
	Interest Received	64.45	51.70
	(Investment)/ Redemption of Bank deposits	-	-
	Net Cash from Investing Activities (B)	(110.25)	(25.96)
C.	<u>Cash Flow From Financing Activities</u>		
	Increase/(Decrease) in the Borrowings from Bank	376.89	(290.41)
	Increase/(Decrease) in the Unsecured loan	609.17	262.19
	Repayment of Lease obligation	(51.34)	(57.57)
	Interest Paid	(82.67)	(67.57)
	Net Cash from Financing Activities (C)	852.06	(153.36)
	Net Increase/(Decrease) in Cash & Cash Equivalents A+B+C	18.05	104.44
	Cash & Cash Equivalents at beginning of the year	105.17	0.72
	Cash & Cash Equivalents at the year end	123.22	105.17

The accompanying notes are an integral part of the financial statements

As per our report of even date

Panpaliya Taori and Co.

Firm Registration No. 125508W

Chartered Accountants

For & on behalf of the Board of Directors

(Nandkishore Sarda)

(Chairman cum Managing Director)

(DIN 00229911)

CA. Ritesh Panpaliya

Partner

Membership No.115665

(Amit Mundada)

(Company Secretary)

(Poonam Sarda)

(Whole Time Director & CFO)

(DIN 00190512)

Nagpur

Dated:- 29th May 2023

Nagpur

Dated:- 29th May 2023

SHARDA ISPAT LIMITED, NAGPUR.
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2023

Note 1. Company Overview And Significant Accounting Policies

1.1 Company Overview

Sharda Ispat Limited is a listed public limited company domiciled in India, incorporated under the Companies Act, 1956. The Company is engaged in Manufacturing and job work of alloy steel flat / rolled products which are used in automobile component industries.

1.2 The financial statements are approved for issue by the Company's Board of Directors on 29th May 2023.

1.3. Recent Accounting Pronouncement

a) Standards issued but not effective

Ministry of corporate affairs (MCA) notifies new standard or amendments to the existing standards under the Companies (Indian Accounting Standards) Rules as issued and amended from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

i) Ind AS 1 – Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

ii) Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact, if any, in its financial statements.

iii) Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty” Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

Note 2. Basis of Preparation of Financial Statements

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

Accounting policies are applied consistently to all the periods presented in the financial statements.

The financial statements have been prepared on accrual basis and under the historical cost convention with the exception of certain financial assets and liabilities which have been measured at fair value.

The Company's financial statements are reported in Indian Rupees, which is also the Company's functional currency.

I. Significant accounting judgements, estimates and assumptions

The preparation of financial statement is in conformity with the recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions that affect the reported balances of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised. The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

The areas involving critical estimates or judgements are :

- a) Estimation of defined benefit obligation
- b) Impairment of financial asset such as trade receivables
- c) Impairment of Non- financial Assets
- d) Estimation of Tax Expense and Liability

Note 3: Significant Accounting Policies:

I. Revenue recognition

The company derives revenues primarily from sale of manufactured goods, traded goods, and related services.

Revenue is recognized on satisfaction of performance obligation upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. Revenue is measured based on the transaction price, which is the consideration, adjusted to discounts, incentives and returns, etc., if any

The Company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the time value of money.

Revenue in excess of invoicing are classified as contract asset while invoicing in excess of revenues are classified as contract liabilities.

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

A. Sale of goods

Revenue from sale of products and services are recognised at a time on which the performance obligation is satisfied.

B. Interest and dividend:

Interest income including income arising on other instruments recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

C. Others:

Other revenues / incomes and costs / expenditure are accounted on accrual, as they are earned or incurred.

II. Property, plant and equipment, investment property and depreciation / amortisation

A. Tangible fixed assets are stated at cost of acquisition or construction including attributable interest and finance cost, if any till the date of acquisition/installation of the assets, less accumulated depreciation/amortisation and accumulated impairment losses, if any.

B. Subsequent expenditure relating to Property, Plant and Equipment is capitalised only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the Statement of Profit and Loss as incurred. The cost and related accumulated depreciation are eliminated from the financial statements, either on disposal or when retired from active use and the resultant gain or loss are recognised in the Statement of Profit and Loss.

C. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated on pro-rata basis.

Asset Category	Estimated useful life (in Years)
Plant and Machinery	15
Computer servers and network systems	6
Computer desktops and laptops	3
Office Equipments	5
Vehicles	8
Furniture and Fixture	10
Factory Equipment	5
Factory Building	30

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

III. Intangible assets and amortisation

Acquired computer softwares are classified as intangible assets and are stated at cost less accumulated amortisation. These are being amortised over the estimated useful life of five years, as determined by the management.

IV. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A. Financial Assets

i. Initial recognition

Financial assets are initial measured at amortised cost if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Impairment gains or losses arising on these assets are recognised in the Statement of Profit and Loss.

ii. Subsequent measurement

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

a) Financial Assets at Amortised Cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial Assets Measured at Fair Value

Financial assets are measured at fair value through OCI if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

Financial asset not measured at amortised cost or at fair value through OCI is carried at FVTPL.

iii. De-recognition of Financial Assets:

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

B. Financial Liabilities

Financial liabilities issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

i Financial Liabilities

1. Initial Recognition

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, loans and borrowings and 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.

2. Subsequent Measurement

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

- Financial liabilities at FVTPL

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

- Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the Statement of Profit and Loss. 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.

3. De-recognition of Financial Liabilities

Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. 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 de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

C. Offsetting 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.

V. Derecognition of financial instruments

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

VI. Impairment

a. Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to life time ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in the statement of profit or loss.

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. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss.

i. Intangible assets and property, plant and equipment

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

ii. Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

VII. Taxation

i. Current Tax

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

In case the Company is liable to pay income tax u/s 115JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal income tax is recognized as an asset (MAT Credit entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balance Sheet date.

ii. Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

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

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

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

iii. Current and deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

VIII. Inventories

All inventories are stated at lower of 'Cost or Net Realizable Value'.

The raw material & Stores & Spares are valued at cost. The cost includes duties & taxes other than credits availed under modvat and is arrived at on First in First out basis

IX. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after reporting period. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

X. Trade receivable

A receivable is classified as a 'trade receivable' if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the EIR method, less provision for impairment.

XI. Employee benefits

a) Defined Contribution Plan

Contributions to defined contribution schemes such as provident fund, labour welfare fund are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company's provident fund contribution is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further obligations beyond the monthly contributions.

b) Defined Benefit Plan

The Company provides for gratuity which is a defined benefit plans the liabilities of which is determined based on valuations, as at the balance sheet date, made by an independent actuary using the projected unit credit method. Re-measurement, comprising of actuarial gains and losses, in respect of gratuity are recognised in the OCI, in the period in which they occur. Re-measurement recognised in OCI are not reclassified to the Statement of Profit and Loss in subsequent periods.

The classification of the Company's obligation into current and non-current is as per the actuarial valuation report.

c) Leave Entitlement

The company has a scheme for leave encashment for employees. The liability for which is determined on estimation basis as per rules of the company.

XII. Borrowings and Borrowing costs

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 or Loss when the liabilities are de-recognised 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.

Interests and other borrowing costs included under finance costs calculated as per effective interest rate attributable to qualifying assets, which takes substantial period of time to get ready for its intended use are allocated as part of the cost of such assets. Such allocation is suspended during extended periods in which active development is interrupted and, no costs are allocated once all such activities are substantially complete. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are charged to the Profit and Loss Account.

XIII. Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue, if any.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

XIV. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

XV. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

XVI. Provisions, contingent liabilities and contingent assets

A provision is recognized when an enterprise has a present obligation (legal or constructive) as result of past event and it is probable that an outflow of embodying economic benefits of resources will be required to settle a reliably assessable obligation. Provisions are determined based on best estimate required to settle each obligation at each balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A contingent liability also arises, in rare cases, where a liability cannot be recognised because it cannot be measured reliably.

Contingent assets are neither recognised nor disclosed in the financial statements.

XVI. Leases

Measurement of Lease Liability

At the time of initial recognition, the Company measures lease liability as present value of all lease payments discounted using the Company's incremental cost of borrowing and directly attributable costs. Subsequently, the lease liability is –

- 1) increased by interest on lease liability;
- 2) reduced by lease payments made; and
- 3) remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

Measurement of Right-of-use assets

At the time of initial recognition, the Company measures 'Right-of-use assets' as present value of all lease payments discounted using the Company's incremental cost of borrowing w.r.t said lease contract. Subsequently, 'Right-of-use assets' is measured using cost model i.e. at cost less any accumulated depreciation and any accumulated impairment losses adjusted for any remeasurement of the lease liability specified in Ind AS 116 'Leases'.

Depreciation on 'Right-of-use assets' is provided on straight line basis over the lease period.

The exception permitted in Ind AS 116 for low value assets and short term leases has been adopted by Company.

SHARDA ISPAT LIMITED, NAGPUR.
 NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2023

Note 4 Property, plant and equipment

(Rs. In Lakhs)

Particulars	Building	Plant and Machinery	Factory Equipment	Office Equipment	Furniture and Fittings	Computers	Servers and Networks	Vehicles	Lease Asset	Total
Gross Block										
Balance at 31st March, 2022	200.70	1,434.30	4.88	24.20	29.72	9.43	2.23	89.36	152.93	1,947.75
Additions	-	6.50	-	9.03	13.49	0.85	-	15.64	176.56	222.08
Disposals	-	(8.34)	-	-	-	-	-	-	(152.93)	(161.27)
Balance at 31st March, 2023	200.70	1,432.46	4.88	33.23	43.21	10.28	2.23	105.00	176.56	2,008.56
Gross Block										
Balance at 31st March, 2021	200.70	1,434.30	4.88	23.18	29.72	8.21	2.23	84.17	152.93	1,940.31
Additions	-	-	-	1.02	-	1.22	-	5.19	-	7.44
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 31st March, 2022	200.70	1,434.30	4.88	24.20	29.72	9.43	2.23	89.36	152.93	1,947.75

Particulars	Building	Plant and Machinery	Factory Equipment	Office Equipment	Furniture and Fittings	Computers	Servers and Networks	Vehicles	Lease Asset	Total
Accumulated depreciation and impairment										
Balance at 31st March, 2022	168.31	1,340.47	3.28	19.44	18.49	7.44	2.12	66.26	152.67	1,778.46
Depreciation expense for the Year	5.81	3.81	0.56	1.60	2.93	0.85	-	5.51	58.53	79.59
Adjustment	-	(5.78)	-	-	-	-	-	-	(152.93)	(158.71)
Balance at 31st March, 2023	174.11	1,338.49	3.83	21.04	21.42	8.29	2.12	71.77	58.26	1,699.34
Accumulated depreciation and impairment										
Balance at 31st March, 2021	162.49	1,336.53	2.72	17.78	15.57	6.49	2.10	61.53	101.69	1,706.91
Eliminated on disposal of assets	-	-	-	-	-	-	-	-	-	-
Depreciation expense for the Year	5.81	3.94	0.56	1.66	2.92	0.95	0.02	4.73	50.98	71.55
Balance at 31st March, 2022	168.31	1,340.47	3.28	19.44	18.49	7.44	2.12	66.26	152.67	1,778.46
Net Block as at 31st March, 2023	26.59	93.97	1.05	12.19	21.79	2.00	0.11	33.23	118.30	309.22
Net Block as at 31st March, 2022	32.40	93.83	1.61	4.76	11.23	1.99	0.11	23.10	0.26	169.29

SHARDA ISPAT LIMITED, NAGPUR.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2023

Note 5 Intangible assets

		(Rs. In Lakhs)
Particulars	Software	
Gross block		
Balance at 31st March, 2023		3.88
Additions		-
Disposals		-
Balance at 31st March, 2023		3.88
Gross Block		
Balance at 31st March, 2022		3.88
Additions		-
Disposals		-
Balance at 31st March, 2023		3.88

Particulars	Software	
Accumulated Depreciation and Impairment		
Balance at 31st March, 2022		3.41
Eliminated on disposal of assets		
Depreciation expense		0.29
Balance at 31st March, 2023		3.70
Accumulated depreciation and impairment		
Balance at 31st March, 2021		3.05
Eliminated on disposal of assets		
Depreciation expense		0.36
Balance at 31st March, 2022		3.41
Net Block as at 31st March, 2023		0.19
Net Block as at 31st March, 2022		0.47

SHARDA ISPAT LIMITED, NAGPUR
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2023

(Rs. In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Note 6 Investments		
Non Current		
Investment in equity instruments (Unquoted) (Refer Footnote a)		
65,252 (P.Y. 65,252) Equity Shares of Nagpur Nagrik Sahkari Bank	32.63	32.63
Investment in Mutuals Fund (Quoted)		
(at Fair value through Other Comprehensive Income)		
49,639.065 (P.Y. 49,639.065) HDFC Hybuild Equity Fund Direct Plan Growth Option	44.94	41.88
197,635.81 (P.Y.197,639.809) ICICI Prudential Equity & Debt Fund Direct Plan Growth	516.44	486.09
13,23,886.406 (P.Y.13,23,886.406) TATA India Consumer Fund Direct Plan Growth	388.10	373.86
Total	982.11	934.46
Footnote a:		
Aggregate amount of quoted investments	949.48	901.83
Aggregate amount of unquoted investments	32.63	32.63
Aggregate provision for diminution in value of investment	-	-
Note 7 Other financial assets		
Non current		
Deposits with maturity more than twelve months	29.38	53.04
Interest accrued but not due	5.13	-
Security deposits	27.42	27.98
Total	61.93	81.02
Current		
Interest Receivable	0.93	0.93
Other Debit balances	0.04	0.04
Total	0.97	0.97
Note 8 Other non-current assets		
Advance Rentals	0.11	
Total	0.11	
Note 9 Inventories		
Inventories (lower of cost or net realisable value)		
Raw Material	523.28	182.18
Finished Goods	586.93	594.04
Stores and Spares	60.22	56.58
Total	1,170.44	832.80
Note 10 Trade receivables		
Unsecured but considered good	1,186.21	1,289.95
Trade Receivables which have significant increase in Credit Risk	-	-
Trade Receivables - credit impaired	-	-
Less: Impairment loss allowance	(2.14)	-
Total	1,184.07	1,289.95
Trade Receivable	F.Y. 2022-23	
Particulars	Outstanding for following periods from due date of payment	
	Less than 6 months	6 months to 1 year
(i) Undisputed Trade receivables – considered good	1,168.21	15.86
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	2.14
(iii) Undisputed Trade Receivables – credit impaired	-	-
(iv) Disputed Trade Receivables– considered good	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-

Trade Receivable		F.Y. 2021-22	
Particulars	Outstanding for following periods from due date of payment#		
	Less than 6 months	6 months to 1 year	
(i) Undisputed Trade receivables – considered good	1,289.95	-	
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	
(iii) Undisputed Trade Receivables – credit impaired	-	-	
(iv) Disputed Trade Receivables– considered good	-	-	
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	
(vi) Disputed Trade Receivables – credit impaired	-	-	
Note 11 Cash and cash equivalents			
Balances with banks:			
- in current accounts	123.04	104.89	
Cash on hand	0.18	0.28	
Total	123.22	105.17	
Note 12 Bank balances (other than above)			
Other Bank Balances:			
Deposits with maturity of more than three months but less than twelve months	25.00	4.03	
Total	25.00	4.03	
Note 13 Loans			
Current			
Loans to related parties	811.56	676.26	
Loans to employees	2.00	1.34	
Total	813.56	677.60	
Loans & Advances		F.Y. 2022-23	Rs. In Lakhs
Type of Borrower	Amount of Loans & Advances in the nature of loans Outstanding	Percentage to the total loans and advances in the nature of loans	
Promoters	-	-	
Directors	-	-	
KMP	-	-	
Related Party	811.56	99.75	
Loans & Advances		F.Y. 2021-22	Rs. In Lakhs
Type of Borrower	Amount of Loans & Advances in the nature of loans Outstanding	Percentage to the total loans and advances in the nature of loans	
Promoters	-	-	
Directors	-	-	
KMP	-	-	
Related Party	676.26	99.80	
Footnote:			
The Company have not advanced or given loan or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:			
a) 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			
b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries			
Note 8 Other current assets			
Advance for Purchases	986.52	57.72	
Balance with Statutory Authorities	255.11	209.70	
Advance rentals	0.49	0.04	
Others	-	0.63	
Total	1,242.11	268.09	

SHARDA ISPAT LIMITED, NAGPUR
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

Note 14 Equity share capital

(Rs. In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Authorised Share Capital		
51,00,000 (As at 31st March, 2022: 51,00,000) Ordinary Equity Shares of Rs.10 each	510.00	510.00
Total	510.00	510.00
Issued and subscribed capital comprises:		
Ordinary Equity Shares		
50,76,800 (As at 31st March, 2022: 50,76,800) Equity Shares of Rs.10/- each fully paid up	507.68	507.68
Total	507.68	507.68

a) Reconciliation of Number of shares outstanding at the beginning and at the end of the year

Particulars	Number of shares	Share Capital (Rs)
Ordinary Equity Shares		
Balance at 1st April, 2021	507.68	507.68
Add / (Less) : Issued / (Bought back) during the year	-	-
Balance at 31st March, 2022	507.68	507.68
Add / (Less) : Issued / (Bought back) during the year	-	-
Balance at 31st March, 2023	507.68	507.68

b) Terms / rights attached to Equity Shares:

- i. The company has only one class of equity shares having a par value of Rs.10/- per share. Each shareholder is entitled to one vote per share held. In the event of liquidation of the company, the equity shareholders are eligible to receive the remaining assets of the company, in proportion to their shareholding.

Equity Share Capital

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No of shares held	% holding of this class of shares	No of shares held	% holding of this class of shares
Ordinary Equity Shares				
Kyoto Merchandise Private Limited	4,00,000	7.88%	4,00,000	7.88%
Sulakhana Trade Holdings Limited	2,85,660	5.63%	2,85,660	5.63%
Anand Nandkishore Sarda	5,84,000	11.50%	5,84,000	11.50%
Ashadevi Sarda	5,49,340	15.07%	3,10,320	6.11%
Asha Agriculture & Properties Pvt. Ltd.	5,26,500	10.37%	5,26,500	10.37%
Nandkishore Sarda	3,23,100	6.36%	3,23,100	6.36%

c) Details of Promoters shareholders holding in equity shares of the company

For the year ended March 31, 2023

Sr. No.	Promoter Name	No. of Shares	% of total shares	% Change during the year
1	KYOTO MERCHANDISE PRIVATE LIMITED	4,00,000	7.88	Nil
2	SARDA AGRICULTURE & PROPERTIES (P) LTD.	1,81,400	3.57	Nil
3	PREM AGRICULTURE AND PROPERTY PRIVATE LIMITED	2,25,740	4.45	Nil
4	ASHA AGRICULTURE AND PROPERTIES PRIVATE LIMITED	5,26,500	10.37	Nil
5	PRACHI AGRICULTURE AND PROPERTIES PRIVATE LIMITED	98,100	1.93	Nil
6	NAVDEEP AGRICULTURE AND PROPERTIES PRIVATE LIMITED	2,43,380	4.79	Nil
7	POONAM SARDA	1,28,060	2.52	Nil
8	NANDKISHORE RAMNIWAS SARDA	3,23,100	6.36	Nil
9	ANANDKUMAR NANDKISHORE SARDA	5,84,000	11.50	Nil
10	MANISH JUGALKISHORE SARDA	1,29,133	2.54	Nil
11	NEERAJ SARDA	79,067	1.56	Nil
12	ASHADEVI SARDA	7,65,220	15.07	4.2529
13	ADITYA GHANSHYAM SARDA	32,200	0.63	Nil
14	ANSU SARDA	1,500	0.03	Nil
15	VEENADEVI GHANSHYAM SARDA	55,000	1.08	Nil
16	ANANDKUMAR NANDKISHORE SARDA (HUF)	24,000	0.47	Nil
17	KAMINI SHARDA	1,200	0.02	Nil
18	R R SARDA AND COMPANY	10,000	0.20	Nil
	Total	38,07,600	75.00	4.2529

*Promoter here means promoter as defined in the Companies Act, 2013.

** Details shall be given separately for each class of shares

*** percentage change shall be computed with respect to the number at the beginning of the year or if issued during the year for the first time then with respect to the date of issue.”;

For the year ended March 31, 2022

Sr. No.	Promoter Name	No. of Shares	% of total shares	% Change during the year
1	KYOTO MERCHANDISE PRIVATE LIMITED	4,00,000	7.88	Nil
2	SARDA AGRICULTURE & PROPERTIES (P) LTD.	1,81,400	3.57	Nil
3	PREM AGRICULTURE AND PROPERTY PRIVATE LIMITED	2,25,740	4.45	Nil
4	ASHA AGRICULTURE AND PROPERTIES PRIVATE LIMITED	5,26,500	10.37	Nil
5	PRACHI AGRICULTURE AND PROPERTIES PRIVATE LIMITED	98,100	1.93	Nil
6	NAVDEEP AGRICULTURE AND PROPERTIES PRIVATE LIMITED	2,43,380	4.79	Nil
7	POONAM SARDA	1,28,060	2.52	Nil
8	NANDKISHORE RAMNIWAS SARDA	3,23,100	6.36	Nil
9	JUGAL KISHOR SARDA (HUF)	41,380	0.82	Nil
10	MANISH JUGALKISHORE SARDA	1,29,133	2.54	Nil
11	ANANDKUMAR NANDKISHORE SARDA	5,84,000	11.50	Nil
12	ANSU SARDA	1,500	0.03	Nil
13	PRACHI SARDA	10,000	0.20	Nil
14	ASHADEVII SARDA	5,49,340	10.82	4.71
15	ADITYA GHANSHYAM SARDA	32,200	0.63	Nil
16	VEENADEVI GHANSHYAM SARDA	55,000	1.08	Nil
17	ANANDKUMAR NANDKISHORE SARDA (HUF)	24,000	0.47	Nil
18	GHANSHYAM RAMKISHORE SARDA	87,400	1.72	Nil
19	PANKAJ SARDA	27,100	0.53	Nil
20	NEERAJ SARDA	1,29,067	2.54	Nil
21	KAMINI SHARDA	1,200	0.02	Nil
22	R R SARDA AND COMPANY	10,000	0.20	Nil
	TOTAL	38,07,600	75.00	4.71

*Promoter here means promoter as defined in the Companies Act, 2013.

** Details shall be given separately for each class of shares

*** percentage change shall be computed with respect to the number at the beginning of the year or if issued during the year for the first time then with respect to the date of issue.”;

SHARDA ISPAT LIMITED, NAGPUR
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(Rs. In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Note 15 Other equity		
Capital Reserve	25.00	25.00
General reserve	273.79	273.79
Retained Earning	2,876.55	2,429.74
Total	3,175.34	2,728.53
Capital Reserve		
Balance at the beginning of the year	25.00	25.00
Add / (Less) :	-	-
Balance at the end of the year	25.00	25.00
Securities Premium		
Balance at the beginning of the year	273.79	273.79
Add / (Less) :	-	-
Amount transferred from Debenture redemption reserve	-	-
Balance at the end of the year	273.79	273.79
Retained Earnings		
Balance at the beginning of the year	2,429.74	1,957.49
Profit attributable to the owners of the company	399.46	302.12
Other comprehensive income for the year	47.35	170.13
Balance at the end of the year	2,876.55	2,429.74

Security Premium :

Security Premium represents the premium received on issue of shares. It can be utilised to pay-off equity related expenses or for issuance of bonus shares and its related issue expenses.

General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid up share capital of the Company for that year, then the total dividend distribution is less than total distributable reserve for that year. Consequent to introduction of the Companies Act 2013, the requirement to mandatorily transfer a specified percentage of net profit to general reserve has been withdrawn. However the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of the Companies Act, 2013.

(Rs. In Lakhs)

Note 16 Borrowings			
Current			
(i) Secured (Refer Footnote b)			
From Banks			
Nagpur Nagrik Sahakari Bank Ltd. (CC A/c)		867.09	490.20
(ii) Unsecured (Refer Footnote c)			
Current maturities of long-term debts		-	-
Corporate Loans and advances		879.44	270.27
Total		1,746.53	760.47

Disclosure related to Statement submitted to bank and amount disclosed in financial statement.

Name of bank	Quarter	Nature of current assets offered as security	Amount as reported in the quarterly return/ statement	Amount as per books of account	Amount of difference *
Nagpur Nagrik Sahakari Bank Ltd.	June-22	Hypothecation of stock and debtors	2,174.50	2,380.75	(206.25)
	September-22		1,957.84	1,984.70	(26.86)
	December-22		1,827.31	1,903.69	(76.38)
	March-23		2,211.49	2,238.98	(27.49)

* Due to incorrect valuation of stock.

Name of bank	Quarter	Nature of current assets offered as security	Amount as reported in the quarterly return/ statement	Amount as per books of account	Amount of difference *
Nagpur Nagrik Sahakari Bank Ltd.	June-21	Hypothecation of stock and debtors	1,207.92	961.26	246.66
	September-21		1,715.05	1,735.90	(20.85)
	December-21		2,066.51	2,072.55	(6.04)
	March-22		2,115.67	2,063.69	51.98

* Due to incorrect valuation of stock.

Footnotes:

- a. All facilities including working capital loan, bills discounting limit backed by Letters of credit and Bank Guarantee limit are further secured by way of Notorized Equitable Mortgage of house property of one director as Collateral security.
All facilities are secured by personal guarantees of two directors.
- b. Unsecured loan carry interest rate @11% p.a.

Note 17 Lease liabilities		As at	As at
Non-current		31st March, 2023	31st March, 2022
Lease Liability		67.24	-
Total		67.24	-
Current			
Lease Liability		58.58	0.60
Total		58.58	0.60
Note 18 Provisions			
Non-current			
<u>Employee Benefits</u>			
Provision for Gratuity		19.35	20.85
Total		19.35	20.85
Current			
<u>Employee Benefits</u>			
Provision for Gratuity		31.58	31.56
Provision for leave benefit		8.22	7.36
Total		39.80	38.92
Note 19 Deferred tax liabilities (Net)			(Rs. In Lakhs)
The following is the analysis of deferred tax asset / (liabilities) presented in the balance sheet			
Deferred Tax Asset		-	-
Deferred Tax Liability		50.33	45.63
Total		50.33	45.63

Particulars	Opening Balance	Credit / (Charge) in statement of Profit and Loss	Closing Balance
For 2022-23			
Deferred tax assets / (liabilities) in relation to:			
On account of Allowances under Income Tax Act	-	(2.90)	2.90
On account of Employee Benefits	15.96	3.14	12.82
Property, plant and equipment	(20.32)	(0.46)	(19.86)
Fair Valuation of Investment	(41.27)	5.45	(46.72)
Expected Credit Loss	-	(0.54)	0.54
Total	(45.63)	5.24	(50.33)
For 2021-22			
Deferred tax assets / (liabilities) in relation to:			
On account of Allowances under Income Tax Act	(1.62)	1.62	-
On account of Employee Benefits	14.67	1.29	15.96
Property, plant and equipment	(21.87)	1.55	(20.32)
Fair Valuation of Investment	(19.43)	(21.84)	(41.27)
Total	(28.25)	(17.38)	(45.63)

Note 20 Trade payables			
MSME (Refer Footnote)		1.20	1.25
Other than Acceptances		159.02	122.02
Total		160.22	123.27

Outstanding for following periods from transaction date for the year ended March 2023.

Particulars	Outstanding for following periods from due date of payment#				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	1.20				1.20
(ii) Others	151.94	3.39			155.33
(iii) Disputed dues – MSME					-
(iv) Disputed dues – others	0.96			2.73	3.69

Outstanding for following periods from transaction date for the year ended March 2022

Particulars	Outstanding for following periods from due date of payment#				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	1.25	-	-	-	1.25
(ii) Others	115.42	3.87	-	-	119.29
(iii) Disputed dues – MSME					-
(iv) Disputed dues – Others	-	-	2.49	0.24	2.73

Footnote:

Trade payables are non interest bearing and normally settled on 30 to 90 days

Dues to Micro & Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditor. Moreover the Company is in the process of updating its suppliers data, as to the status as a Micro Small & Medium Enterprise with a copy of the Memorandum filed as per the provisions of Section 8 of the Micro Small & Medium Enterprises Development Act, 2006.

	As at 31st March, 2023	As at 31st March, 2022
a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year :	<u>Principal</u> 1.20	1.25
	<u>Interest</u> -	-
b) Interest paid by the buyer alongwith amount of payment made to the suppliers beyond the appointed day during the year.	-	-
c) Interest due and payable towards payments already made	-	-
d) The amount of interest accrued and remaining unpaid at the end of each accounting year, and	-	-
e) Further interest remaining due and payable in succeeding years, until such interest is actually paid	-	-

Note 21 Other current liabilities		
Advance from customers	1.33	1.42
Other payables	75.87	131.34
Total	77.19	132.76
Note 22 Current tax Liabilities (Net)		
Provision for Tax	140.65	110.25
Less: Advance Tax	(129.98)	(105.08)
Total	10.67	5.17

	(Rs. In Lakhs)	
	31-Mar-23	31-Mar-22
Income Tax expenses		
Current Tax		
Tax for the year	140.65	110.25
Tax in respect of earlier years	(0.27)	4.19
Total Current Tax Expenses	<u>140.39</u>	<u>114.44</u>
Deferred Tax Expenses / (Income)	(2.48)	(4.47)
Income Tax expense	<u>137.90</u>	<u>109.98</u>
Reconciliation of tax expense and the accounting profit multiplied by the Company's tax rate		
Profit for the Year	537.36	412.10
Applicable Rate of Tax		
Income tax expense calculated at 25.168% (P.Y. @25.168%)	135.24	103.72
Effect of expenses that are not deductible in determining taxable profit	28.61	26.62
Effect of expenses / Income that are deductible in determining taxable profit due to timing difference / other head of income	(23.20)	(19.59)
Effect of income that is exempt from taxation		
Capital gains (Differential tax rate)		
Effect on deferred tax due to timing difference	(2.48)	(4.47)
Adjustments for current tax of prior periods	(0.27)	4.19
Others	0.00	(0.49)
	<u>137.90</u>	<u>109.98</u>

SHARDA ISPAT LIMITED, NAGPUR

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(Rs. In Lakhs)

Particulars	For the Year ending 31st March, 2023	For the Year ending 31st March, 2022
Note 23 Revenue from Operations		
Sale of Goods	14,326.98	11,934.85
Sale of Services	0.35	0.24
Total	14,327.33	11,935.09
	31st March, 2023	31st March, 2022
Particulars		
Revenue from customers	14,327.33	11,935.09
Other operating revenue	-	-
Total revenue from operations	14,327.33	11,935.09
India	14,327.33	11,935.09
Outside India	-	-
Total revenue from operations	14,327.33	11,935.09
Timing of revenue recognition		
At a point in time	14,327.33	11,935.09
Total revenue from operations	14,327.33	11,935.09
Contract Balances		
Particulars		
Trade Receivables (Gross) (refer note 10)	1,184.07	1,289.95
Contract liabilities		
Advance from customers (refer note 23)	1.33	1.42
<p>The credit period on sales of goods ranges from 90 days with or without security. As at 31 March 2023, Rs. 2.14 lakh (As at 31 March 2022 Rs. Nil) was recognised as provision for allowance for doubtful debts on trade receivables. Amount of revenue recognized from amounts included in the contract liabilities for Rs.1.42 Lakhs during the FY 2022-23 (During the year 2021-22 Rs.15.94 Lakhs) Out of the total contract liabilities outstanding as on 31 March 2023, Rs.1.33 Lakhs will be recognized by 31 March, 2024.</p>		
Note 24 Other Income		
Profit on Sale of Fixed Assets	4.21	-
Other Income	53.64	-
Interest Received	64.45	54.26
Finance Income (Ind-As)	0.08	0.22
Total	122.38	54.48
Note 25 Costs of Material Consumed		
Opening Stock of Raw Material	182.18	570.62
Purchases including Expenses	12,344.17	10,020.56

	12,526.35	10,591.18
Less : Sales of Raw Material	-	-
Less: Closing Stock of Raw Material	(523.28)	(182.18)
Total	12,003.06	10,409.01
Note 26 Purchases of Stock-in-Trade		
Purchases of Stock	-	34.39
Total	-	34.39
Note 27 Changes in Inventories of Stock-in-Trade & Finished Goods		
Opening Stock of Finished Goods	594.04	96.99
Less : Closing Stock of Finished Goods	(586.93)	(594.04)
Total	7.11	(497.05)
Note 28 Employee Benefits Expense		
Salaries, bonus, etc	268.88	216.89
Contribution to provident and other funds	8.53	8.38
Staff welfare expenses	6.98	5.42
Total	284.39	230.70
Note 29 Finance Costs		
Interest Expense	82.67	67.57
Total	82.67	67.57
Note 30 Depreciation and Amortisation Expenses		
Depreciation on property, plant and equipment	21.06	20.57
Depreciation on ROU	58.53	50.98
Depreciation on Intangible Asset	0.29	0.36
Total	79.88	71.91
Note 31 Other Expenses		
Consumption of Stores & Spare Parts	75.39	131.14
Power & Fuel	553.23	476.48
<u>Repairs & Maintenance to</u>		
Plant & Machinery	-	6.90
Building	25.50	13.95
Others	20.44	24.44
Finished Goods Expenses	1.69	4.81
Rent Paid	0.54	0.32
Bank Charges & Interest on LC Disc.	22.03	11.03
FG Outward Transportation Charges	269.10	231.15
Cash Discount	162.35	157.30
Factory Operating Expenses	27.36	26.32
Provision for doubtful debt	2.14	-
Professional charges	78.64	38.59
Contractors Payments	77.49	73.79
Director Sitting Fees	0.30	0.20
Other Miscellaneous Expenses	136.04	62.02

<u>Payment to Auditors</u>		
Audit Fees	1.50	1.00
Tax Audit Fees	0.75	0.75
Certification Work	0.75	0.75
Total	1,455.25	1,260.95

Footnote:

Corporate Social Responsibility

	Year Ended 31st March, 2023	Year Ended 31st March, 2022
Gross amount required to be spent by the company during the year.	See note below	12.45
Amount spent during the year on:	See note below	12.45
Construction/acquisition of any asset	See note below	-
On purposes other than (i) above	See note below	12.45

The additional disclosures included with regard to CSR activities are summarized below:-

The amount of shortfall at the end of the year out of the amount required to be spent by the Company during the year;	See note below	-
The total of previous years' shortfall / (Excess) amounts;	See note below	-
The reason for above shortfalls by way of a note; (Excess) / Shortfall Payment at the end of the year	See note below	-
		Poverty & Malnutrition, Animal Welfare and Health care and medical facilities
The nature of CSR activities undertaken by the Company.	Animal Welfare and Health care and medical facilities	

Notes-During the Financial year 2021-22, the Company did not have Networth of more than Rs. 500 crores or more, Turnover was also less than Rs. 1,000 crore and Net profit before tax was also less than Rs. 5 crore. As the provisions of Section 135 (1) read with the Companies (Corporate Social Responsibility) Rules was not applicable to the Company. Hence, during the financial year 2022-23, the Company was not required to spend any amount towards the Corporate Social Responsibility.

SHARDA ISPAT LIMITED, NAGPUR
 NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

Note 32 - Earnings Per Share (EPS)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Basic Earning Per Share	7.87	5.95
Diuted Earnings Per Share	0.00	0.00
34.1 Basic EPS		
The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows Profit for the year attributable to the owners of the Company. (Rs. In Lakhs)	399.46	302.12
Earnings used in the calculation of basic earnings per share		
Weighted average number of equity shares for the purposes of basic earnings per share	50,76,800	50,76,800
Basic EPS	7.87	5.95
34.2 Diluted EPS		
The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:		
Earnings used in Calculation of Basic Earnings per Share (Rs. In Lakhs)	399.46	302.12
Weighted average number of equity shares for the purposes of basic earnings per share	50,76,800	50,76,800
Diluted EPS	7.87	5.95

SHARDA ISPAT LIMITED, NAGPUR
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(Rs. In Lakhs)

	Year ended 31st March, 2023	Year ended 31st March, 2022
Note 33 - Post Retirement Benefit Plans		
The Principal assumptions used for the purpose of the actuarial valuations were as follows,		
Gratuity:		
Discount Rate	7.10%	5.15%
Expected rate of salary increase	6.00%	6.00%
Expected average remaining service	2.64	2.65
Service cost		
Current service cost	3.53	3.69
Past service cost and (gain)/loss from settlement		
Net interest expense	1.89	2.18
Component of define benefit cost recognised in profit or loss	5.42	5.87
Remeasurement on the net defined benefit liability:		
Actuarial (gains) / losses for the period	(6.89)	(1.05)
Actuarial (gains) / losses arising from experience adjustments	-	-
Adjustment for restriction on the defined benefit asset	-	-
Component of defined benefit cost recognised in other comprehensive income	(6.89)	(1.05)
Total	-1.47	4.82
Amount to be recognized in the balance sheet and statement of profit & loss account		
Present value of funded defined benefit obligation	50.94	52.40
Fair value of plan assets		
Funded status	(50.94)	(52.40)
Restriction on asset recognised others (describe)		
Net liability arising from define benefit obligation		
Movement in PV of defined benefit obligation		
Opening define benefit obligation	52.40	49.27
Current service cost	3.53	3.69
Interest cost	1.89	2.18
Remesaurement (gains) / (losses):		
Actuarial gains and losses arising from changes in demographic assumption		
Actuarial (gains) and losses arising from changes in financial assumption	(1.62)	0.41
Actuarial (gains) and losses arising from changes in experience adjustment	(5.26)	(1.47)
Benefits paid	-	(1.69)
Closing define benefit obligation	50.94	52.40
Movements in fair value of plan asstes		
Opening fair value of plan assets		-
Contribution from employer	-	1.69
Benefits paid	-	(1.69)
Closing fair value of plan assets	-	-
Asset Information:		
Gratuity Fund		-
Expected Payout:		
	PVO Payout	PVO Payout
Expected Outgo First Year	31.58	31.56
Expected Outgo Second Year	5.86	3.53
Expected Outgo Third Year	4.03	5.22
Expected Outgo Fourth Year	2.10	4.17
Expected Outgo Fifth Year	1.92	1.84
Expected Outgo Sixth to Tenth Years	5.97	9.52

Sensitivity Analysis:

As of 31st March, 2023, every percentage point increase in discount rate will affect our gratuity benefit obligation Rs.50.19 Lakhs

As of 31st March, 2023, every percentage point decrease in discount rate will affect our gratuity benefit obligation Rs.51.74 Lakhs

As of 31st March, 2023, every percentage point increase in salary escalation rate will affect our gratuity benefit obligation Rs.51.69 Lakhs

As of 31st March, 2023, every percentage point decrease in salary escalation rate will affect our gratuity benefit obligation Rs.50.22 Lakhs

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant.

Narrations:

1 Analysis of Defined Benefit Obligation

The number of members under the scheme have decreased by 9.38%. The total salary has decreased by 6.71% during the accounting period. The resultant liability at the end of the period over the beginning of the period has increased by 2.80%.

2 Expected rate of return basis:

Scheme is not funded EORA is not applicable.

3 Description of Plan Assets and Reimbursement Conditions

Not applicable

4 Investment / Interest Risk

Since the scheme is unfunded the Company is not exposed to Investment / Interest risk.

5 Longevity Risk

The Company is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

6 Salary Escalation Rate

The salary escalation rate has remain unchanged and hence there is no change in liability resulting in no actuarial gain or loss due to change in salary escalation rate.

7 Discount Rate

The discount rate has increased from 5.15% to 7.10% and hence there is an decrease in liability leading to acturial loss due to change in discount rate.

SHARDA ISPAT LIMITED, NAGPUR.
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

Note 34 - Contigent Liability.

(Rs. In Lakhs)

	Particulars	31st March, 2023	31st March, 2022
a)	Central Excise Duty Matter	19.64	19.64
b)	Income Tax Matter	1.53	1.53

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2023

Note 35 - Related Parties Disclosures

A. Key Management Personnel

- 1 Shri Nandkishore Sarda
- 2 Smt. Poonam Sarda

B. Others (Firms, Company & Proprietorship Concern in which directors and their relatives have significant influence)

- 1 Asha Agriculture & Properties Pvt. Ltd
- 2 Navdeep Agriculture & Properties P Ltd
- 3 Kyoto Merchandise Pvt Ltd
- 4 Sharda Dharamkata
- 5 Sharda Ispat Industries Ltd.
- 6 Shardashree Ispat Ltd
- 7 Sharda Auto Industries Ltd
- 8 In Link Capital Services Pvt Ltd
- 9 Indigo Denim Pvt Ltd

C. Relatives of key Managerial Personnel

- 1 Smt. Ashadevi Sarda
- 2 Shri Anand Sarda

(Rs. In Lakhs)

	Particulars	Key Management Personnel	Relatives of key Managerial Personnel	Others (Firms, Company & Proprietorship Concern in which directors and their relatives have significant influence)
1	Directors Remuneration			
	Nandkishore Sarda	60.00	-	-
		(36.00)		
	Poonam Sarda	48.00	-	-
		(30.00)		
2	Rent Paid			
	Ashadevi Sarda	-	0.48	-
			(0.24)	
	Sharda Ispat Industries Ltd.	-	-	67.20
				(62.21)
3	Receiving of Services			
	Anand Sarda	-	-	
			(8.40)	
4	Sales of Material / Services			
	Shardashree Ispat Ltd	-	-	10.57
				(0.26)
	Sharda Auto Industries Ltd	-	-	2,009.71
				(2,020.55)
	Indigo Denim Pvt Ltd	-	-	
5	Receiving of Services			
	Sharda Dharamkata	-	-	1.80
				(1.80)
6	Interest Paid			
	Sharda Ispat Industries Ltd.	-	-	1.35
	In Link Capital Services Pvt Ltd	-	-	
	Shardashree Ispat Ltd	-	-	32.17
				(9.74)
7	Interest Received			
	Kyoto Merchandise Pvt Ltd	-	-	55.57
				(46.05)
	Sharda Ispat Industries Ltd.	-	-	0.87
				-
8	Purchases of Goods			
	Shardashree Ispat Ltd	-	-	299.62
				(19.84)
	Indigo Denim Pvt Ltd	-	-	0.08
				(0.02)
	Sharda Auto Industries Ltd	-	-	0.13

				-
9 Unsecured Loan Repaid				
Sharda Ispat Industries Ltd.	-	-		468.22
				(336.97)
Shardashree Ispat Ltd	-	-		221.64
				-
10 Unsecured Loan Granted				
Kyoto Merchandise Pvt Ltd	-	-		681.00
				(160.00)
Sharda Ispat Industries Ltd.	-	-		101.00
11 Unsecured Loan Refunded				
Kyoto Merchandise Pvt Ltd	-	-		614.56
				(136.61)
Sharda Ispat Industries Ltd.	-	-		88.59
12 Unsecured Loan Received				
Shardashree Ispat Ltd	-	-		1.04
				(595.00)
Sharda Ispat Industries Ltd.	-	-		221.50

(Rs. In Lakhs)

Particulars			
A)	Others (Firms, Company & Proprietorship Concern in which directors and their relatives have significant influence)	31st March, 2023	31st March, 2022
1 Unsecured Loan Receivable			
	Kyoto Merchandise Pvt Ltd	798.27	676.26
	Sharda Ispat Industries Ltd.	13.28	-
2 Trade Receivables			
	Sharda Auto Industries Ltd	595.91	546.92
	Shardashree Ispat Ltd	0.07	-
3 Trade Payables			
	Sharda Dharamkata	1.76	1.76
	Sharda Ispat Industries Ltd.	6.05	9.29
	Ashadevi Sharda	0.87	-
	Anand Sarda	5.12	-
4 Unsecured Loan Payable			
	Sharda Ispat Industries Ltd.	1.22	-
	Shardashree Ispat Ltd	875.72	268

Note:

1. The Figures in the bracket are related to Previous Year.
2. Related party identified by company and relied upon by auditor.

Note 36 - Financial Risk Management Objectives and Policies

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

1) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument which fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Major financial instruments affected by market risk include loans and borrowings and investment in equity oriented mutual fund.

a) Interest rate risk

Majority of the long-term borrowings of the Company bear fixed interest rate, thus interest rate risk is limited for the Company.

b) Foreign currency risk

The company imports certain material against Letter of Credit for which hedging instruments are not required.

c) Equity price risk

The Company's equity securities are not majorly susceptible to market price risk. However, the company's board of directors reviews and approves all equity investment decisions after taking due diligence which may affect the market related risk.

2) Credit Risk

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

Trade and other Receivables

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. Based on the historical data and financial position of party and chances of recovery, provision has been considered and created, wherever necessary.

Particulars	(Rs. In Lakhs)	
	As at 31st March, 2023	As at 31st March, 2022
Ageing of Trade receivables		
0-30 days	759.78	813.68
30-60 days	174.14	290.36
60-180 days	253.21	185.91
Total	1,187.12	1,289.95

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue.

3) Liquidity risk

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Company's principal source of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that cash and cash equivalents is sufficient to meet its current requirements.

Maturity patterns of financial liabilities

As at March 31, 2023	Particulars	(Rs. In Lakhs)			Total
		0-1 Years	1-5 Years	Above 5 Years	
	long term borrowings		-	-	-
	short term borrowings	1746.53	-	-	1,746.53
	trade payable	160.22	-	-	160.22
	Lease Liabilities	58.58	67.24	-	125.82
	other financial Liabilities		-	-	-
		1965.33	67.24	-	2032.57
As at March 31, 2022	Particulars	(Rs. In Lakhs)			Total
	Long term borrowings	-	-	-	-
	Short term borrowings	760.47	-	-	760.47
	Trade Payable	123.27	-	-	123.27
	Other Financial Liabilities	0.60	-	-	0.60
	Total	884.34	-	-	884.34

SHARDA ISPAT LIMITED, NAGPUR.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2023

Note 37 - IndAS 116 Leases

The Company's lease asset primarily consist of leases for buildings (premises) for factory and office premises having various lease terms. The Company has adopted Ind AS 116, 'Leases', effective 1st April 2019, using modified retrospective approach, as a result of which comparative information are not required to be restated.

The maturity analysis of lease liabilities are disclosed as follows,

Particulars	(Rs. In Lakhs)		
	Less than 1 year	1 to 5 years	Total
As at March 2023			
Finance lease (Discounted)	58.58	67.24	125.82
As at March 2022			
Finance lease (Discounted)	0.60	-	0.60

The Balance sheet discloses the following amounts relating to leases:

	As at 31st March, 2023	As at 31st March, 2022
Right-of-use assets		
Buildings	118.30	0.26
Lease Liabilities		
Current	58.58	0.60
Non Current	67.24	-
Amounts recognised in statement of profit and loss:		
Interest Expense included in Finance Cost	19.87	4.02
Depreciation charged on Right of Use Assets	58.53	50.98
Expense Relating to Short Term Leases/low-value assets	0.54	0.32
Additions to the right of use assets during the current financial year	176.56	-
Total cash outflow for leases during financial year (excluding short term leases)	51.34	57.57

Note 38 - Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the company's management is to maximise shareholders value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may issue new shares. Consistent with others in the industry, the Company monitors its capital using the gearing ratio which is total net debt (borrowings offset by cash and cash equivalents) divided by total capital of the company.

Gearing Ratio

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the borrowings that define the capital structure requirements. Breaches in meeting the financial covenants would permit the lenders to immediately call loans and borrowings.

The gearing ratio at the reporting period was as follows

Particulars	(Rs. In Lakhs)	
	As at 31st March, 2023	As at 31st March, 2022
Borrowings including curren maturities	1746.53	760.47
Total Debt	1746.53	760.47
Less: Cash and cash equivalents	123.22	105.17
Net Debt (A)	1,623.31	655.29
Equity Share Capital	507.68	507.68

Other Equity	3175.34	2728.53
Total Equity (B)	3,683.02	3,236.21
Debt Equity Ratio (A/B)	0.44	0.20

Net Debt Reconciliation:
(Rs. In Lakhs)

Particulars	As at	As at
	31st March, 2023	31st March, 2022
Cash and cash equivalents	123.22	105.17
Current borrowings	(1,746.53)	(760.46)
Interest on above borrowings	-	-
Lease Liability	(125.82)	(0.61)
Net debt	(1,749.13)	(655.90)

Particulars	Other assets	Liabilities from financing activities			Total
	Cash and cash equivalents	Current borrowings	Interest on above borrowings	Lease Liability	
Net Debt as at March 31, 2022	105.17	(760.46)	-	(0.61)	(655.90)
Cash flows	18.05	(986.07)	-	61.70	(906.32)
Non cash movement: Acquisitions/ disposals	-	-	-	(186.91)	(186.91)
Interest expense	-	-	82.67	19.80	102.47
Interest paid	-	-	(82.67)	(19.80)	(102.47)
Net Debt as at March 31, 2023	123.22	(1,746.53)	-	(125.82)	(1,749.13)

Particulars	Other assets	Liabilities from financing activities			Total
	Cash and cash equivalents	Current borrowings	Interest on above borrowings	Lease Liability	
Net Debt as at March 31, 2021	0.72	788.69	-	(58.18)	731.23
Cash flows	104.45	(1,549.14)	-	57.57	(1,387.12)
Non cash movement: Acquisitions/ disposals	-	-	-	-	-
Interest expense	-	-	67.57	0.33	67.90
Interest paid	-	-	(67.57)	(0.33)	(67.90)
Net Debt as at March 31, 2022	105.17	(760.46)	-	(0.61)	(655.90)

Note 39 - Fair Value measurement
(Rs. In Lakhs)

Particulars	31st March, 2023		31st March, 2022	
	FVOCI	Amortised Cost	FVOCI	Amortised Cost
Financial Assets				
Investments	949.48	32.63	901.83	32.63
Trade receivables		1184.07		1289.95
Cash and cash equivalents		123.22		105.17
Bank balances other than above		25.00		4.03
Loans		813.56		677.60
Other financial assets		62.90		82.00
Total	949.48	2,241.39	901.83	2,191.38
Financial Liabilities				
Borrowings		1746.53	-	760.47
Trade payables		160.22	-	123.27
Lease Liability		125.82	-	0.60
Total		2,032.57	-	884.34

The company has fair valued its Equity investment (through Mutual Fund) through OCI based on quoted prices of such investments in active market. Hence it falls under level 1 valuations technique.

SHARDA ISPAT LTD., NAGPUR
Notes forming part of the Financial Statements for the year ended 31st March, 2023

Note 40 Analytical Ratios

Sr no.	Ratios Applicable	Formula	March 31, 2023	March 31, 2022	Variance (in %)	Remarks
1	Current ratio (in times)	Current assets/Current Liability	2.18	3.00	-27.27%	Ratio has decrease due to increase in current liabilities
2	Debt : Equity Ratio (in times)	Debt/ Equity	0.47	0.23	101.80%	Ratio has increase due to increase in borrowings
3	Debt Service Coverage ratio (in times)	Earnings available for debt service/Debt Service	5.22	4.26	22.60%	
4	Return on Equity Ratio (in %)	Net Profits after taxes – Preference Dividend (if any) /Shareholder's Equity	11.55	10.07	14.65%	
5	Inventory Turnover ratio (in times)	Cost of goods sold OR sales / Average Inventory	14.30	15.56	-8.07%	
6	Trade Receivable Turnover Ratio (in times)	Net Credit Sales / Avg. Accounts Receivable	11.58	9.49	22.02%	
7	Trade Payable Turnover Ratio (in times)	Net Credit Purchases / Average Trade Payables	87.62	59.87	46.35%	Ratio has increased due to increase in net credit purchase as well decrease in average trade payables
8	Net Capital T/o Ratio (in times)	Net Sales / Working Capital	6.25	6.11	2.37%	
9	Net Profit Ratio (in %)	Net profit/Turnover	2.79	2.53	10.14%	
10	Return on capital employed (in %)	EBIT/Capital Employed	11.31	11.87	-4.65%	
11	Return on Investment (in %)	Net Profit/ Cost of the Investments	4.97	22.76	-78.15%	Ratio has decrease due to decrease in net profit from investment

Note 41

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company does not have any transactions with companies struck off.
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
The Company does not have any such 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).
- The Company has not been declared as Wilful defaulter by any Banks, Financial institution or Other lenders.

Note 42

The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 43

Previous period figures have been restated for prior period adjustments and regrouped / reclassified wherever necessary , to make them comparable with current period figures.

The accompanying notes are an integral part of the financial statements
 As per our report of even date

For & on behalf of the Board of Directors
of Sharda Ispat Limited

Panpaliya Taori and Co.
 Firm Registration No. 125508W
 Chartered Accountants

(Nandkishore Sarda)
 (Chairman cum Managing Director)
 (DIN 00229911)

(Amit Mundada)
 (Company Secretary)

CA. Ritesh Panpaliya
 Partner
 Membership No.115665

(Poonam Sarda)
 (Whole Time Director & CFO)
 (DIN 00190512)

Nagpur
Dated:- 29th May 2023

Nagpur
Dated:- 29th May 2023

FORM NO. AOC-2

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

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

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

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	--
B	Nature of contracts/arrangements/transactions	--
C	Duration of the contracts/arrangements/transactions	--
D	Salient terms of the contracts or arrangements or transactions, including the value, if any	--
E	Justification for entering into such contracts or arrangements or transactions	--
F	Date of approval by the Board	--
G	Amount paid as advances, if any	--
H	Date on which the ordinary resolution was passed in General meeting as required under first proviso to section 188	--

2. a. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Shri Nandkishore Sarda
B	Nature of contracts/arrangements/transactions	Remuneration paid to Chairman and Managing Director
C	Duration of the contracts/arrangements/transactions	3 years
D	Salient terms of the contracts or arrangements or transactions, including the value, if any:	Rs. 60.00 Lakhs Per Annum
E	Date(s) of approval by the Board, if any	14-02-2022
F	Amount paid as advances, if any:	--

Annexure 1 to Board's Report

2. b. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Smt. Poonam Sarda
B	Nature of contracts/arrangements/transactions	Remuneration paid to Whole-time Director
C	Duration of the contracts/arrangements/transactions	3 years
D	Salient terms of the contracts or arrangements or transactions, including the value, if any:	Rs. 48.00 Lakhs Per Annum
E	Date(s) of approval by the Board, if any	14-02-2022
F	Amount paid as advances, if any:	--

2. c. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Smt. Ashadevi Sarda, wife of Shri Nandkishore Sarda.
B	Nature of contracts/arrangements/transactions	Land admeasuring 1.492 acres taken on lease for using as Registered office of the Company.
C	Duration of the contracts/arrangements/transactions	Permanent Lease
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Rent Rs. 0.48 Lakhs Per Annum
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. d. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Shri. Anand Sarda, son of Shri. Nandkishore Sarda (CMD) and husband of Smt.Poonam Sarda (WTD & CFO)
B	Nature of contracts/arrangements/transactions	Consultancy Services
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Availing of his technical consultancy services for the repairs and maintenance of machines and equipments at

Annexure 1 to Board's Report

		the company's plant located at Kamptee Road, Nagpur. Maximum Rs. 10.00 Lakhs P.A.
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. e. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	M/s. Kyoto Merchandise Private Limited
B	Nature of contracts/arrangements/transactions	Unsecured Loan
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Unsecured Loan given for business purpose upto Rs. 2000 Lakhs
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. f. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Sharda Dharamkanta
B	Nature of contracts/arrangements/transactions	Truck hire charges
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Availing of Weighment and Transportation Services to above party on market price on time to time. Transaction Value not exceeding Rs. 1.80 Lakhs for each of the Financial Year
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. g. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Sharda Ispat Industries Limited

Annexure 1 to Board's Report

B	Nature of contracts/arrangements/transactions	Land admeasuring 4.323 acres taken on lease for using as Registered office of the Company.
C	Duration of the contracts/arrangements/transactions	5 years
D	Salient terms of the contracts or arrangements or transactions, including the value, if any:	Rent Rs. 67,20,000/- Per Annum (Exclusive of Taxes)
E	Date(s) of approval by the Board, if any	14-02-2022
F	Amount paid as advances, if any:	--

2. h. Details of material contracts or arrangement or transactions at arm's length basis.

SI No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Sharda Ispat Industries Limited
B	Nature of contracts/arrangements/transactions	Unsecured Loan
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions, including the value, if any:	Unsecured Loan given for business purpose upto Rs. 1000 Lakhs
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. i. Details of material contracts or arrangement or transactions at arm's length basis.

SI No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Shardashree Ispat Limited
B	Nature of contracts/arrangements/transactions	Sale of Billet, Round, other store materials consumable items and waste and scraps
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Sale of goods to above party on market price on time to time. Transaction Value not exceeding Rs. 150.00 Lakhs for each of the Financial Year
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

Annexure 1 to Board's Report

2. j. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Shardashree Ispat Limited
B	Nature of contracts/arrangements/transactions	Purchase of square bar, other store materials, consumable items and waste and scrap
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Purchase of goods from the above party on market price on time to time. Transaction Value not exceeding Rs. 500.00 Lakhs for each of the Financial Year
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. k. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Shardashree Ispat Limited
B	Nature of contracts/arrangements/transactions	Unsecured Loan
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Unsecured Loan given for business purpose upto Rs. 1000 Lakhs
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. l. Details of material contracts or arrangement or transactions at arm's length basis.

Sl No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Sharda Auto Industries Limited
B	Nature of contracts/arrangements/transactions	Sale of Spring Steel, Flat and Bars
C	Duration of the contracts/arrangements/transactions	5 years
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Sale of goods to above party on market price on time to

Annexure 1 to Board's Report

		time. Transaction Value not exceeding Rs. 25,000 Lakhs
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. m. Details of material contracts or arrangement or transactions at arm's length basis.

SI No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	Sharda Ispat Industries Limited
B	Nature of contracts/arrangements/transactions	Unsecured Loan
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Unsecured Loan received for business purpose upto Rs. 300 Lakhs
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. n. Details of material contracts or arrangement or transactions at arm's length basis.

SI No.	Particulars	Details
A	Name(s) of the related party and nature of relationship	M/s. Sharda Auto Industries Limited
B	Nature of contracts/arrangements/transactions	Purchase of square bar, other store materials, consumable items and waste and scrap
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Purchase of goods from the above party on market price on time to time. Transaction Value not exceeding Rs. 10.00 Lakhs for each of the Financial Year
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

2. o. Details of material contracts or arrangement or transactions at arm's length basis.

SI No.	Particulars	Details
A	Name(s) of the related party and nature of	M/s. Indigo Denim Private

Annexure 1 to Board's Report

	relationship	Limited
B	Nature of contracts/arrangements/transactions	Purchase of Cotton and denim jeans waste
C	Duration of the contracts/arrangements/transactions	On going
D	Salient terms of the contracts or arrangements or transactions including the value, if any:	Purchase of goods from the above party on market price on time to time. Transaction Value not exceeding Rs. 5.00 Lakhs for each of the Financial Year
E	Date(s) of approval by the Board, if any	30-05-2022
F	Amount paid as advances, if any:	--

For and on behalf of the Board of Directors

Sd/-

Date: 11.08.2023

Place: Nagpur

**Nandkishore Sarda
Chairman & Managing Director
DIN: 00229911
Address: Plot No. 32,
Cement Road, Shivaji Nagar,
Shankar Nagar, Nagpur-440010**

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO

(A) CONSERVATION OF ENERGY:

The Company lays great emphasis on savings in the cost of energy consumption. Therefore, achieving reduction in per unit consumption of energy is an ongoing exercise in the Company. Effective measures such as improved operation and maintenance practices have been taken to minimize the loss of energy as far as possible.

(B) TECHNOLOGY ABSORPTION:

The technology used for the existing project is fully indigenous. The production department of the Company has been always in pursuit of finding ways and means to improve the performance, quality and cost effectiveness of products. The consistent efforts are made for the updation of technology being used by the Company as a continuous exercise. The Company does not have a separate Research & Development activity.

The below-mentioned benefits are derived.

- Reduction in cost of the process
- Product improvements
- Improvement in on stream line
- Improvement in reaction efficiency
- Conservation of base material
- Environment protection and effluent quality improvement
- Reheating of furnace modification

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

- a. The details of technology imported
- b. The year of import
- c. Whether the technology been fully absorbed
- d. If not fully absorbed, areas where absorption has not taken place and the reasons thereof

No technology imported during last three years.

The expenditure incurred on Research and Development.

- a. Capital
- b. Recurring
- c. Total
- d. Total R & D expenditure as a percentage of total turnover

The development work is carried out by the concerned departments on an ongoing basis. The expenses and the cost of assets are grouped under the respective heads.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

1. The company has not affected any import or export during the year ended 31.03.2023.
2. The inflow of foreign exchange is Nil.
3. The outflow of foreign exchange is Nil.

Form 'A'
(Form for Disclosure of Particulars with respect to Conservation of Energy)

	March 2023	March 2022
D. Power and Fuel Consumption		
1. Electricity:		
a). Purchased : Units (No.)	17,97,136	18,18,711
Total Amount (Rs.)	2,20,35,576	1,99,61,117
Average Rate/ Unit (Rs.)	12.26	10.98
b). Own Generation	Nil	Nil
2. Steam Coal		
Quantity (Tonnes)	2,192	2,077
Total Cost (Rs.)	3,32,81,292	2,76,86,705
Average Rate/ Tonne (Rs.)	15,183	13,332
3. Furnace Oil:		
Quantity (K. Ltrs.)	Nil	Nil
Total Amount (Rs.)	Nil	Nil
Average Rate/ K. Ltrs (Rs.)	Nil	Nil
4. Other / Internal Generation		
Products (with details) Unit	Nil	Nil
Rolled Iron & Steel (in MT)	20,153	18,962
Electricity (in Units)	89.18	95.91
Furnace Oil (Secondary Fuel) (in Ltrs.)	Nil	Nil
Coal (Steam Coal 'B' Grade) (in MT) excluding Shell & Dust	0.109	0.110
Other (Specify)	Nil	Nil

For and on behalf of the Board of Directors
Sd/-

Date: 11.08.2023
Place: Nagpur

Nandkishore Sarda
Chairman & Managing Director
DIN: 00229911
Address: Plot No. 32, Cement Road,
Shivaji Nagar, Shankar Nagar,
Nagpur-440010

Annexure 3 to Board's Report

The information required under Section 197 (12) of the Companies Act, 2013 read with rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

1. The percentage increase or decrease in remuneration of each Director, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year 2022-23, the ratio of the remuneration of each director to the median remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No	Name of Director/KMP and Designation	Remuneration of Director / KMP for Financial Year 2022-23 (Amount in Rs.)	% increase/ (decrease) in Remuneration in the Financial Year 2022-23	Ratio of remuneration of each Director/ to median remuneration of employees (times)
1.	Shri. Nandkishore Sarda (Chairman & Managing Director)	60,00,000	66.67	15.99
2.	Smt. Poonam Sarda (Whole-time Director & Chief Financial Officer)	48,00,000	60	12.79
3.	Shri. Amit B. Mundada (Company Secretary & Compliance officer)	5,18,183	1.20%	--

2. The median remuneration of employees of the Company during the financial year 2022-23 was Rs. 3,75,315/- per annum.
3. In the financial year 2022-23, there was increase of 4.26% in the median remuneration of employees.
4. There were 35 permanent employees on the rolls of the Company as on March 31, 2023.
5. During financial year 2022-23, the average percentage increase/(decrease) in salary of the Company's employees, excluding managerial personnel was 5.57%. There was an increase of 63.64% in managerial remuneration for the same period. The increase in remuneration is not solely based on Company performance but also includes various other factors like individual performance, experience, skill sets, academic background, industry trends, economic situation and future growth prospects etc. besides Company

performance. There are no exceptional circumstances for increase in managerial remuneration.

6. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors key managerial personnel and other employees.

For and on behalf of the Board of Directors

Sd/-

Nandkishore Sarda

Chairman & Managing Director

DIN: 00229911

Address: Plot No. 32,

Cement Road, Shivaji Nagar,

Shankar Nagar, Nagpur-440010

Date: 11.08.2023

Place: Nagpur

"ANNEXURE - 3A"

Statement showing the names of the top ten employees in terms of remuneration drawn
Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sr. No.	Name of the employee	Designation	Remuneration/ Salary Received	Nature of Employment	Qualifications and Experience	Date of commencement of the employment	Age	Last employment held	Percentage of equity shares held	Relationship with other Directors
1	Nandkishore Sarda	Chairman and Managing Director	60,00,000.00	Office of a Director	Bsc & 56 Years	21.11.1967	73	N.A.	6.36	YES
2	Poonam Sarda	Whole- Time Director and Chief Financial Officer	48,00,000.00	Office of a Director	CA (Inter & LLB) & 11 Years	21.01.2010	50	N.A.	2.52	YES
3	Ravi Iyer	Vice President	25,81,392.00	Permanent Full Time	Bsc,DBM and LLB 2nd Year and 44 years	01.06.2016	67	N.A.	NIL	NO
4	Kulwant Singh Rai	Rolling Mill Manager	25,27,237.00	Permanent Full Time	SSC and 54 years	01.06.2016	75	N.A.	NIL	NO
5	Anand Motghare	Assistant General Manager	7,15,088.00	Permanent Full Time	M.com 37 years	01.12.2014	61	N.A.	NIL	NO
6	C.N. Panchariya	Assistant General Manager	6,80,934.00	Permanent Full Time	BA and 31 years	01.07.1992	56	N.A.	NIL	NO
7	Harjeet Singh	Shift in-charge	5,78,890.00	Permanent Full Time	B.A. and 14 years	24.01.2023	53	N.A.	NIL	NO
8	Deorao Burade	Electrician	5,44,499.00	Permanent Full Time	SSC and 20 years	01.07.2003	59	N.A.	NIL	NO
9	Amit B.Mundada	Company Secretary & Compliance officer	5,18,183.00	Permanent Full Time	BBA, MBA (Finance), CS & LLB and 9 years	01.12.2014	40	N.A.	NIL	NO
10	Sachin Satpute	Deputy Manager (Finance)	5,04,000.00	Permanent Full Time	B.com 18 years	22.08.2022	36	N.A.	NIL	NO

**For and on behalf of the Board of Directors
Sharda Ispat Limited
Sd/-
Nandkishore Sarda
Chairman & Managing Director
DIN: 00229911
Address: Plot No. 32,
Cement Road, Shivaji Nagar,
Shankar Nagar, Nagpur-440010**

**Date: 11.08.2023
Place: Nagpur**

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31-03-2023
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
Sharda Ispat Limited,
(CIN:L74210MH1960PLC011830)
Kamptee Road,
Nagpur-440026 (Maharashtra)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sharda Ispat Limited** (hereinafter called the Company). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (**the Act**) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company :-

Annexure 4 to Board's Report

- 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, 2018 ;(Not applicable to the Company during the Audit Period);
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;(Not applicable to the Company during the Audit Period);
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the Audit Period);
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the Audit Period); and
 - h. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018; (Not applicable to the Company during the Audit Period); and;
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - j. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (vi) Other laws applicable to the Company as per their presentations made by the Company.

I have also examined compliance with the applicable clauses:-

1. The Secretarial Standards issued by The Institute of Company Secretaries of India.

2. The Listing Agreements entered into by the Company with BSE Limited and The Calcutta Stock Exchange Association Ltd., Calcutta read with the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015.

During the period under review and as per the representations and clarifications made by the management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the Company has not paid listing fee to Calcutta Stock Exchange and the Status of the Company, as viewed on the website of the Calcutta Stock Exchange, is Suspended.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Independent Directors for the major part of the year. There is no change in the composition of the Board of Directors during the period under review.
- Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All Decisions at Board Meetings and Committee Meetings are carried out with requisite majority as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

I further report that based on the information received and records maintained 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.

I further report that, during the audit period there were no specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, etc., having a major bearing on the Company's affairs.

For Sunil Kumar Sharma & Associates
Company Secretaries
Sunil Kumar Sharma
(Proprietor)
FCS 10043, CP No. 12708
UDIN: F010043E000785281
Date :11/08/2023
Place : Nagpur

This Report is to be read with my letter of even date which is annexed as Annexure A and forms an integral part of this report.

"Annexure - A'

To,
The Members
Sharda Ispat Limited,
(CIN:L74210MH1960PLC011830)
Kamptee Road, Nagpur -440026

My Secretarial Audit report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company. The compliance of applicable Financial Laws, like Direct and Indirect Tax laws, has not been reviewed in this audit since the same have been subject to review by the Statutory Financial Auditors and other designated professionals.
4. Wherever required, i 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. My examination was limited to the verification of procedure on random 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 Sunil Kumar Sharma & Associates
Company Secretaries

Sunil Kumar Sharma
(Proprietor)
FCS 10043, CP No. 12708
UDIN: F010043E000785281
Date :11/08/2023
Place : Nagpur

MANAGEMENT DISCUSSION AND ANALYSIS:

The operating and financial review is intended to convey the management's perspective on the financial and operating performance of the Company for the financial year 2022-23 and outlook for the current financial year. This report should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included elsewhere in the Annual Report. This report is an integral part of the Board's Report.

INDUSTRY STRUCTURE AND DEVELOPMENT

GLOBAL ECONOMY:

The global economy was expected to grow 2.8% in 2023, influenced by the ongoing Russia-Ukraine conflict. Concurrently, global inflation is projected to fall marginally from 8.7% in 2022 to 7% in 2023. Despite these challenges; there are positive elements within the global economic landscape. The largest economies like China, the US, the European Union, India, Japan, the United Kingdom and South Korea are not in a recession. Approximately 70% of the global economy demonstrates resilience, with no major financial distress observed in large emerging economies.

The energy shock in Europe did not result in a recession and significant developments, including China's progressive departure from its strict zero-covid policy and the resolution of the European energy crisis, fostered optimism for an improved global trade performance. Despite high inflation, the US economy demonstrated robust consumer demand in 2022. Driven by these positive factors, global inflation is likely to be still relatively high at 4.9% in 2024. Interestingly, even as the global economy is projected to grow less than 3% for the next five years, India and China are projected to account for half the global growth

INDIAN ECONOMY:

Even as the global conflict remained geographically distant from India, ripples comprised increased oil import bills, inflation, cautious government and a sluggish equity market. GDP growth rate in 2023 is expected to be 5.9%, lower than the 2022 growth of 6.8% due to subdued external demand and tightening monetary policy. However, India will remain the fastest growing major economy. India emerged as the second fastest-growing G20 economy in FY 2022-23. India overtook UK to become the fifth-largest global economy.

India's export numbers have been continuously increasing. In FY 2022-23, India reached a significant milestone with total exports (goods & service combined) estimated to be USD 770 Billion for the first time in the history. The country's retail inflation, measured by the consumer price index (CPI), eased to 5.66% in March 2023. In 2022, CPI hit its highest of 7.79% in April; Whole-sale Price Index reached its highest of 15.88% in May 2022. By the close of the year under review, inflation had begun trending down and in April 2023 declined below 5%, it's lowest in months.

Capital investment of close to 3.3% of GDP is expected to crowd-in private investment, strengthen job creation and demand and raise India's overall growth potential. Focus is expected in the energy sector, with significant capital investments towards energy transition and green hydrogen mission. To summarize, India economy is well posed to absorb global exigencies and negative shocks better than major global economies in the world. The private consumption has rebounded, higher capital expenditure would give a requisite boost and government infrastructure spending would add significant value for the economy to grow faster than its peers.

STEEL INDUSTRY:

The recovery momentum of global economy after the pandemic has been affected by persisting inflation, US monetary tightening, China's economic deceleration and continued supply disruptions due to Russia-Ukraine war. High energy prices, rising interest rates and falling confidence have limited recovery of the steel demand after a dip in 2022. The year witnessed very high volatility in raw material, especially coking coal on account of the on-going geopolitical concerns and supply chain bottlenecks impacting steel price across geographies. However, positive factors like China's re-opening, Europe's resilience during the energy crisis and preliminary easing in supply chain bottleneck will lead to a Year-over-Year rise in global steel demand by 2.3% (1,822 MnT) in 2023.

Indian steel industry plays a pivotal role in the economic growth of the country. Infrastructure projects led by government, increase in housing demand, auto sector coming back to pre-covid levels etc. is helping domestic steel demand to grow. Steel sector contributes around 2% to the GDP with current level of production and capacities. National Steel Policy of 2017 envisages India's steel production to reach at 300 Million tons by 2030 and thereby steel industry's contribution to the GDP is expected to rise further. Indian steel industry faced numerous challenges in FY 2022-23 due to global negative shocks. The year started with global uncertainty amid Russia-Ukraine war causing supply chain disruptions across the world. For a country like India, where steel industry is completely dependent on imports for its basic raw material Coking coal & coke, supply chain related complications pose a significant challenge. Despite these challenges, India remains the 'bright spot' for global steel demand. After growth of 8.2% in 2022, demand is expected to show healthy growth of 7.3% in 2023 backed by consumption led demand. Having managed inflation well, the Indian economy is on a healthy growth track, with a rising share of investment in GDP, appropriate budget allocations and expenditure by the Government in the infrastructure segment.

OPPORTUNITIES AND THREATS:

OPPORTUNITIES:

The India government has stressed on making India 'Atmanirbhar' and has laid down various incentives and policies. The Union Budget 2023-24 proposed a 33% increase in infrastructure spending to Rs.10 trillion, or 3.3% of GDP, with the highest ever capital

outlay of Rs.2.4 trillion for railways. It has also identified 100 critical transport infrastructure projects for last mile logistics and allocated Rs.75,000 crore towards it. The Emergency Credit Line Guarantee Scheme (ECLGS), introduced as a part of the COVID-19 relief package, was extended to boost credit growth. To promote manufacturing and reduce India's import dependence, the Indian government had launched its flagship programme, Production Linked Incentive Scheme (PLI), for which Rs.8,083 crore was earmarked for FY 2023-24.

The Indian automobile industry accounts for 7.1% of India's GDP and by the end of the year 2024; India has set a target to increase the size of its automobile industry to Rs.15 lakh crore, effectively doubling its current size. Additionally, the industry has witnessed a significant inflow of Foreign Direct Investment (FDI) amounting to \$33.77 billion from April to September 2022. This FDI inflow represents approximately 5.48% of the total FDI inflows received by India during the same period. This indicates the attractiveness of the Indian automotive industry to international investors and its potential for further expansion. Under the Scrappage Policy 2022, the central and state governments offer a 25% tax rebate on road tax for vehicles purchased after scrapping older ones. Additionally, the government is actively working to establish scrapping facilities within 150km of every city in the country. As per the latest announcement, all central and state government vehicles over 15 years will be scrapped from April 1, 2023. This will benefit automotive replacement demand and, in turn, drive steel consumption.

THREATS:

India's steel exports dipped by 54.1% to 47.41 lakh tonnes from April to December 2022, largely due to the weak global demand and the imposition of 15% export duty on steel products between May 2022 and November 2022. Further post withdrawal of export duty in November 2022, the import duty on coking coal, anthracite/PCI, and ferronickel, which are used as raw materials in steel making, was hiked to 2.5%. Import duty for coke and semi-coke was raised to 5% from zero, making Indian steel uncompetitive in global markets. On the other hand, finished steel imports jumped 27.4% year-on-year between April 2022 and December 2022, as the slowdown in the US and Europe prompted large steel producers like South Korea, Japan and Vietnam to divert excess production to the Indian markets.

India is the second-largest producer of crude steel in the world, with an output of 126.2 MnT in FY 2022-23. Crude steel production rose 5.0% year-over-year while finished steel consumption rose 13.3% to 119.9 MnT. Although production and consumption increased due to robust domestic demand, margins came under pressure due to high raw material and energy costs. The imposition of export duty on steel led to the built-up of domestic inventories, as exports became unviable in the weak global price environment. Further, few low-priced shipments from Russia and duty-free steel from FTA countries made their way to domestic markets, as imports rose sharply putting more pressure on steel prices. However, in 2022, the industry faced challenges due to falling global steel prices and rising input material costs such as coking coal. The government introduced the production linked incentive (PLI) scheme to incentivize the industry to invest in building

especially steel capacity, with an outlay of USD 847 million. Although India produces value-added steel, it relies on imports of high-grade/special steels for advanced applications. India needs to develop the technology know-how for manufacturing such grades on an economic scale.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE:

The Company operates in only one segment, i.e. iron & steel. During the financial year 2022-23, the company achieved production of steel product as under:

Own Unit (MT) – 20,181.550 (Previous Year 19,073.590)

Sales (Rs.) – 14,326.98 Lakhs (Previous Year 11,934.85 Lakhs)

Conversion Service (MT) – 4.300 (Previous Year 3.00)

Sales (Rs.) – 0.35 Lakhs (Previous Year 0.24 Lakhs)

OUTLOOK FOR STEEL INDUSTRY:

Indian steel industry has shown resilient performance amid global uncertainty. With 76 Kg of per capita steel consumption as against a global average of 232 Kg, India's growth story of steel production & consumption has just begun. India is the bright spot in global map of steel industry when it comes to steel production. India's steel production is continuously increasing and the country is witnessing newer capacities being added every year. India's crude steel production is expected to grow at 7.2% CAGR through Financial Year 2031. As per World Steel Association's short-range outlook published in April 2023, it is estimated that India's steel demand would grow at 7.3% & 6.2% in 2023 & 2024 respectively supported by strong GDP growth forecast, private consumption and government expenditure. India's capital goods sector is also expected to benefit from the momentum in infrastructure and investment in renewable energy. Automotive and consumer durables are expected to maintain healthy growth driven by sustained growth in private consumption.

The growth could also be driven by broad-based credit expansion, better capacity utilisation and improving trade deficit. Headline and core inflation could trend down. Private sector investments could revive. What provides optimism is that even as the global structural shifts are creating a wider berth for India's exports, the country is making its largest infrastructure investment. This unprecedented investment is expected to translate into a robust building block that, going ahead, moderates logistics costs, facilitates a quicker transfer of products and empowers the country to become increasingly competitive. This can benefit India's exports in general, benefiting several sectors. The global landscape favours India as Europe is moving towards a probable recession, the US economy is slowing, China's GDP growth forecast of 4.4% is less than India's GDP estimate of 6.8% and America and Europe are experiencing its highest inflation in 40 years. India's production-linked incentive appears to catalyse the downstream sectors. Inflation is steady. India is at the cusp of making significant investments in renewable energy and other sectors and emerging as a suitable industrial supplement to China. India is poised to outpace Germany and Japan and emerge as the

third-largest economy by the end of the decade. The outlook for private business investment remains positive despite an increase in interest rates. Broad-based credit growth, improving capacity utilisation, government's thrust on capital spending and infrastructure should bolster investment activity. According to surveys, manufacturing, services and infrastructure sector firms are optimistic about the business outlook. The downside risks are protracted geopolitical tensions, tightening global financial conditions and slowing external demand.

RISK & CONCERNS:

The Company operates in an increasingly complex, volatile and uncertain business environment with stringent regulatory and environmental requirements. The Company aspires to create long term value for its stakeholders by embedding risk intelligence and building resilience within the organisation. The Company is in a continuous process of identification of risks and risk owners for regular tracking, mitigation and reporting of risks to help the Company meet its business objectives. The Company has identified key risks under various categories such as financial risks, macroeconomic and market risks, operational risks, safety risks, commodity risks, supply chain risks, information security risks, regulatory risks, climate change risks and community risks. The Company has also mapped the severity of these risks and the likely impact on the Company and has developed mitigation strategies to eliminate or minimize the impact of the risks.

Alongside identification of risks, the Company has a continuous process of monitoring and leveraging opportunities presented by the external and internal environment. For mitigating the risk of statutory compliances, the Company has the procedure in place for monthly reporting of compliance of statutory obligations and reported to the Board of Directors at the Board meetings.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Internal control systems are an integral part of any organization to safeguard its assets & interests and the Company always puts greater emphasis on strengthening and reviewing its control systems in place for continuous improvement. The company has well established and effective system of internal controls corresponding to its size, nature of business & complexity of operations. The system provides a reasonable assurance in respect of providing financial and operational information, complying with applicable statutes, safeguarding of assets of the Company and ensuring compliance with corporate policies.

The internal control system is supplemented by internal audits and its review by the management on a periodic basis. The Company has availed the services of independent professional firms for Internal Audit, which checks the effectiveness of the internal controls with an objective to provide an independent, objective and reasonable assurance of the adequacy and effectiveness of your Company's risk management, control and governance processes. Such audit ensures and evaluates the effectiveness of the internal control structure on a regular basis. The scope and authority of the internal activity are

approved by the Audit Committee. The Internal Auditor reports directly to the Audit Committee of the Board. Based on the report of the Internal Auditor, process owners undertake corrective actions in their respective areas and thereby strengthen the control. Audit Committee periodically reviews the Internal Audit Reports and issues guidance and advice. Minutes of the Audit Committee are put up to the Board of Directors. The Company's Audit Committee reviews adherence to internal control systems, internal audit reports and legal compliances. This committee reviews all quarterly and yearly results of the Company and recommends the same to Board for its approval.

DISCUSSIONS ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

During the fiscal year 2022-23, the Company achieved the sales turnover of Rs. 14,327.33 Lakhs (20,257.220 MT) as against Rs. 11,935.09 Lakhs (18,164.955 MT) during the previous year. After providing depreciation of Rs. 79.88 Lakhs in the Current Year and Rs. 71.90 Lakhs in the Previous Year and interest of Rs. 82.67 Lakhs in the Current Year and Rs. 67.57 Lakhs in the Previous Year and further adjusting Rs. 137.90 Lakhs for taxation (net), the Company posted a net profit after tax of Rs. 399.46 Lakhs as against Rs. 302.12 Lakhs during the last year. During the year under review, the Company's operational performance has increased, as the Company achieved the growth of 11.52% in the quantity sold. In the Current year, the Company has done the conversion work of 4.300 MT as against 3.00 MT in the last year. In the financial year 2022-23, the Company registered a growth of 20.04% in revenue from operations. The Company has developed new sizes to cater the requirements of Original equipment Manufacturer. The Original equipment manufacturer has approved the new sizes and hence they order repeatedly. The Company also gets the raw material from main producers. The Company's fund flow has improved because of the easy realization of funds from the customers.

INITIATIVES TAKEN BY THE COMPANY:

The Company is committed to create more value for all of its stakeholders. The Company's various functional teams have taken some remarkable initiatives to not only strengthen its profitability in near future but also to gain medium to long-term competitive advantage over its peers. In a significant move towards backward integration to add value to the current operations and to aid the Company by providing the raw material, the Sharda group is expected to commission its under construction billet manufacturing plant in financial year 2024. The billet so produced shall be used for captive consumption and the surplus, if any, will be sold to external agencies. The benefits of such initiatives are the dependency on other supplier of raw material will be reduced. The availability of raw material will be under Company's control. In the group company, we are planning to set up a steel making facility which will supply the billet i.e. raw material to the company.

KEY FINANCIAL RATIOS:

The details of changes in the key financial ratios as compared to previous year are stated below:

Ratios	Units	2022-23	2021-22	Change (%)	Explanation for Significant changes
Debtors Turnover Ratio	Times	11.58	9.49	22.02%	
Inventory Turnover Ratio	Times	14.30	15.56	-8.07%	
Interest Coverage Ratio	Times	7.50	7.10	5.66	
Current Ratio	Times	2.18	3.00	-27.27%	Ratio has decreased due to increase in current liabilities
Debt Equity Ratio	Times	0.47	0.23	101.80 %	Ratio has increased due to increase in borrowings
Operating Profit Margin	%	0.11	0.11	1.09	
Net Profit Margin	%	2.79	2.53	-10.14	
Return on Net worth	%	11.55	10.07	-14.65%	

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING A NUMBER OF PEOPLE EMPLOYED:

The Company believes that human capital is a critical factor of success. Our Company's HR Vision is to build a high performing organization, where everyone is motivated to perform to the fullest capacity to contribute to developing and achieving individual excellence with organizational objectives. Hence constantly strives to strengthen its work ethics, work culture and align the workforce towards the common goal. Your Company continues to maintain positive work environment and constructive relationship with all its employees with a continuing focus on productivity and efficiency. We believe that our success is driven by the success of our people, who are at the core of everything we do believe in nurturing and creating a workforce for tomorrow while being responsible towards society.

Current workforce of the Company is rightly poised to navigate through the current Volatile, Uncertain, Complex situation and to always maintain industry leading quality standards while maintaining the highest service levels. The Company continues to focus on upgrading knowledge and skill levels among its employees through various Learning & Development, training activities to enable them to move up the ladder. The Company has well defined Human Resource policies in place which enables it to build a strong performance-oriented culture, belongingness to work and commitment to work. During

the year ended 31.03.2023, the total number of employees employed by the Company was 35 (thirty five).

CAUTIONARY STATEMENT

The below Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the company's operations include external economic conditions affecting demand/supply influencing price conditions in the market in which the Company operates changes in government regulations, tax laws and other incidental factors.

REPORT ON CORPORATE GOVERNANCE

1. CORPORATE GOVERNANCE PHILOSOPHY

Good Corporate Governance is essentially an integral part of values, ethics and the best business practices followed by the Company. The Company stresses upon the following core values:

- a. **Transparency** - We believe in dissemination of information on time and in transparent manner.
- b. **Internal control** – The Company has developed the system to control all the activities.
- c. **Quality** - The Company is committed to supply high quality materials to our customers.
- d. **Duty towards Society** – The Company understands duties toward society and undertaking various Corporate Social Responsibility activities.
- e. **Growth** - The Board shall oversee the performance of the Company and should ensure shareholders protection and maximization of their long term values.

The Company is in compliance with the requirements of the Corporate Governance stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as applicable for the Financial Year 2022-23.

Further, the Company believes that an active, well-informed and Independent Board is necessary to ensure the highest standards of Corporate Governance.

2. BOARD OF DIRECTORS

2.1) Composition and Category of Directors

The Board is headed by an Executive Chairman and has an optimum combination of Executive and Non-Executive Directors including Independent Directors and is in conformity with the requirement of Regulation 17 of the SEBI (LODR) Regulations, 2015. The Board consists of 5 (Five) Directors as on 31st March, 2023. The day- to- day operations of the Company was carried on by the 2 (Two) Executive Directors of the Company. All of the 3 (three) Non-Executive Directors are Independent Directors of the Company and free from any business or other relationship that could materially influence their judgment. All the Independent Directors satisfy the criteria of independence as defined under Regulation 16 (1) (b) of the SEBI (LODR) Regulations, 2015 and Section 149(6) of the Companies Act, 2013. All independent directors possess the requisite qualifications and are well experienced in their own fields. The present composition of the Board represents an optimal mix of professionalism, knowledge and experience.

The names and categories of the directors on the board and other relevant information, as on 31st March, 2023, are as under:

Sr. No	Name of Director	Category	No. of other Directorships held#	Member/ Chairman of other Board Committees @	No. of shares held in Company
1.	*Shri. Nandkishore Sarda	Promoter Executive/CMD	9	1	3,23,100
2.	*Smt. Poonam Sarda	Promoter/ WTD	7	1	1,28,060
3.	Shri. R.P.Mohanka	Independent Non-Executive	5	2	0
4.	Shri. Harish Dass	Independent Non- Executive	2	2	0
5.	Shri. Ramesh Mantri	Independent Non- Executive	3	1	0

Notes:

*Except Shri. Nandkishore Sarda and Smt. Poonam Sarda, who are related to each other, no other director is related to any one in any manner. Shri. Nandkishore Sarda is father-in-law of Smt. Poonam Sarda.

Including Public Limited Companies (including the Company) and Private Limited Companies excluding directorships in foreign companies.

@ Committee positions only of the Audit Committee and Stakeholders Relationship Committee in Public Companies (including the Company) have been considered.

2.2) Number of Board Meetings

During the year 2022-23, the Board of the Company met six times on 21st April, 2022, 30th May, 2022, 12th August, 2022, 26th September, 2022, 11th November, 2022 and 30th January, 2023. All the meetings were held in such manner that the intervening period between two consecutive meetings, was well within the maximum gap of one hundred and twenty days prescribed under the Listing Regulations. The members of the Board are provided with the requisite information mentioned in the Listing Regulations well before the Board Meetings.

The attendance record of the Directors at the Board Meetings during the year ended 31st March, 2023 and at the last Annual General Meeting is as under:

Sr.No.	Name of Director	No. of Board Meetings attended	Attendance at the last AGM
1.	Shri. Nandkishore Sarda	6	Present
2.	Smt.Poonam Sarda	6	Present
3.	Shri. R.P.Mohanka	5	Present
4.	Shri. Harish Dass	4	Present
5.	Shri. Ramesh Mantri	6	Present

2.3) Details of directorships in other listed companies with category of Company's directors is as under (as on 31st March, 2023)

Sr.No.	Name of Director	Name of the Company	Designation
1.	Shri. Nandkishore Sarda	NIL	Not applicable
2.	Smt.Poonam Sarda	NIL	Not applicable
3.	Shri. R.P.Mohanka	Jayaswal Neco Industries Limited	Independent Director
4.	Shri. Harish Dass	Vidarbha Industries Limited.	Whole-time Director
5.	Shri. Ramesh Mantri	NIL	Not applicable

2.4) List of Core Skills / Expertise/ Competencies of directors

The Company is engaged in one segment i.e. Iron and Steel Industry. A chart setting out the list of core skills/ expertise/competencies as identified by the Board of Directors as required in the context of its business and sector(s) for it to function effectively and those actually available with the Board are as follows:

Sr. No.	Name of Director	Qualification & Experience	Expertise
1.	Shri. Nandkishore Sarda	B.sc Nearly 56 years of experience	Iron & Steel, Strategic Planning, General Management, Production & Operation and Human Resource Management
2.	Smt. Poonam Sarda	C.A (Intermediate), L.L.B Nearly 11 years of experience	Accounting, Finance, Taxation, Corporate Laws, Human Resource Management
3.	Shri. R.P.Mohanka	Chartered Accountant Nearly 50 years of experience	Accounting, Finance, Taxation, Costing, Budgeting, Corporate Laws, Finance Risk Assessment and Management Accounting
4.	Shri. Harish Dass	Mining Engineer	Iron and Steel and Production

		Nearly 57 years of experience	planning
5.	Shri. Ramesh Mantri	B.com (Final) Nearly 53 years of experience	General Management, Human Resource Management, Banking and Finance.

2.5) Independent Directors

The Independent Directors, who come from diverse fields of expertise have long standing experience and expert knowledge in their respective fields and are of considerable value for the Company's business and provide appropriate blend of functional and industrial competence.

Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that the Independent Directors on the Board of the Company fulfill the conditions of independence specified in Section 149(7) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations and are independent of the Company's management.

The Company's Independent Directors met once during the year without the presence of the Management. Independent Directors discussed matters pertaining to the Company's affairs and shared their views/ suggestions with Chairman & Managing Director and also with the Board of Directors.

The weblink where details of the Familiarisation programmes imparted to Independent Directors is <http://shardaispat.com/investor/policy>.

2.6) Code of conduct

Your Company has in place a comprehensive Code of conduct (the Code) applicable to the Senior Executives and the Directors. This code is applicable to Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law.

A copy of the code has been put on the Company's website (www.shardaispat.com). The code has been circulated to Directors and Senior Executives and its compliance is affirmed by them annually. A declaration signed by the Chairman & Managing Director is given below.

"I hereby confirm that the Company has obtained from all the members of the Board and senior executives, affirmation that they have complied with the code of conduct for Board of Directors and Senior Executives in respect of the financial year 2022-23.

Nandkishore Sarda
Chairman & Managing Director

2.7) Particulars of Directors seeking appointment/reappointment

Details under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/reappointment at the ensuing Annual General Meeting to be held on 29th September, 2023 are given as under:

Name of Director	Smt. Poonam Sarda
Age	51 years
Qualification	C.A (Intermediate), L.L.B
Date of appointment	21.01.2010
Experience	Nearly 11 years of experience
Terms & Conditions of re-appointment	Smt. Poonam Sarda is a Whole-time Director (designated as Whole-time Director and Chief Financial officer) of the Company, liable to retire by rotation
Remuneration last drawn (including sitting fees, if any)	Rs. 48 Lakhs (F.Y.2022-23)
Remuneration/sitting fees proposed to be paid per month, if any)	As set out in the explanatory statement of the Ordinary Resolution passed through the Postal ballot on 25th May, 2022.
Other Directorships	Asha Agriculture and Property Pvt. Ltd. Navdeep Agriculture & Properties Pvt. Ltd. Sarda Infrastructure Ltd. In-link Capital Services Pvt. Ltd. Sharda Auto Industries Ltd. Armiss Alloys Pvt. Ltd.
Chairman/ Member of Committees	Sharda Ispat Limited Stakeholders Relationship Committee- Member
Shareholding in the Company	1,28,060 Equity Shares
No. of Board Meetings attended/ held during Financial Year 2022-23	6/6
Relationship with Directors	Daughter-in-law of Shri. Nandkishore Sarda, Chairman & Managing Director

3. Committees of the Board

3.1 The details of the Committees of the Board and other related information are provided hereunder:

Audit Committee	Nomination and Remuneration Committee
Shri. Rajendra Prasad Mohanka (Chairman)	Shri. Rajendra Prasad Mohanka (Chairman)

Shri. Harish Dass	Shri. Harish Dass
Shri. Ramesh Mantri	Shri. Ramesh Mantri
Stakeholders Relationship Committee	
Shri. Harish Dass (Chairman)	
Shri. Nandkishore Sarada	
Smt. Poonam Sarada	

Shri. Amit B.Mundada, Company Secretary, acts as the Secretary to all the Board Committees.

3.2 Meetings of the Board Committees and attendance of the Directors:

Board Committees	Audit Committee	Nomination & Remuneration Committees	Stakeholders Relationship Committee
Meetings held	5	1	3
Attendance:			
Shri. Nandkishore Sarada	NA	NA	3
Smt. Poonam Sarada	NA	NA	3
Shri. R.P.Mohanka	4	1	NA
Shri. Harish Dass	4	1	3
Shri. Ramesh Mantri	5	1	NA

3.3 Procedure at Committee Meetings

The procedure relating to Board meetings are applicable to Committee meetings as far as practicable. Each Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist it in discharge of its duties/ function(s). Minutes of the Committee meetings are circulated to the directors and placed at the Board meetings for noting.

3.4 Terms of Reference of Board Committees

Audit Committee

The functioning and terms of reference of the Audit Committee the role, powers and duties, quorum for meeting and frequency of meetings, have been devised keeping in view the requirements of Section 177 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 and amendment thereof, as are in force/ applicable from time to time. All the members of the Audit Committee are financially literate as required by

Regulation 18 of SEBI (LODR) Regulations, 2015. The brief description of terms and reference of Audit Committee are as follows:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company.
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to :
 1. Matters required being included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
 2. Changes, if any, in accounting policies and practices and reasons for the same.
 3. Major accounting entries involving estimates based on the exercise of judgment by management.
 4. Significant adjustments made in the financial statements arising out of audit findings.
 5. Compliance with listing and other legal requirements relating to financial statements.
 6. Disclosure of any related party transactions.
 7. Modified opinion(s) in the draft audit report, if any.
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the listed entity with related parties;

- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with internal auditors of any significant findings and follow up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the whistle blower mechanism;
- Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the audit committee;
- To review the utilization of loans and/ or advances from investment by the holding Company in the subsidiary exceeding Rs. 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;
- To consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

The audit committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;
5. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee; and
6. Statement of deviations:
 - a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI (LODR) Regulations, 2015.
 - b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of SEBI (LODR) Regulations, 2015.

Nomination & Remuneration Committee

Terms of reference:

The functioning and terms of reference of the Nomination and Remuneration Committee the role, powers and duties, quorum for meeting and frequency of meetings, have been devised keeping in view the requirements of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 and amendment thereof, as are in force/ applicable from time to time. The brief description of terms and reference of Nomination and Remuneration Committee is as follows:

- a). Formulation of the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees.
- b). In case of appointment of an independent director, evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the committee may:
 - a). formulation of criteria for evaluation of Independent Directors and the Board.
 - b). devising a policy on Board diversity.

- c). identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- d). whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
- e). to recommend to the board, all remuneration, in whatever form, payable to senior management.

Performance Evaluation Criteria for Independent Directors:

The Nomination and Remuneration Committee has devised criteria for performance evaluation of Directors including Independent Directors. The said criteria provide for certain parameters like seniority /experience, number of years on the Board, Board/Committee meetings attended, Director's position on the Company's Board Committees, other relevant factors and performance of the Company.

Remuneration Policy:

The Company's Remuneration Policy is directed onwards rewarding performance based on review of achievements at periodical intervals. The remuneration policy is in consonance with the existing industry practice. The Company's remuneration policy for Directors, Key Managerial Personnel and other employees is available on the website of the Company <http://shardaispat.com/investor/policy>.

The Remuneration to Managing Director and Whole-time Director shall take into account the Company's overall performance, Managing Director's contribution for the same & trends in the industry in general, in a manner which will ensure and support a high-performance culture.

The Managing Director and Whole-time Director is paid remuneration as per the terms approved by the Nomination and Remuneration Committee and the Board and confirmed by the Shareholders of the Company. The remuneration of the Managing Director comprises of Salary, besides contributions to provident fund, gratuity and leave encashment facility. The Company does not have any stock option scheme. The tenure of the office of the Managing Director and Whole-time Director is 5 (Five) years. The Non- Executive Directors have been paid sitting fees for meetings of the Board attended by them.

Details of remuneration to Chairman & Managing Director and Whole time Directors are as under: (Rs. In Lakhs)

Name of the Director	Salary	Perquisites & Allowances	Commission	Total	Stock Options granted*
Shri. Nandkishore Sarda	60.00	--	--	60.00	NIL
Smt.Poonam Sarda #	48.00	--	--	48.00	NIL

Also holds the office of CFO.

* No stock options were granted during the year.

Contract period: Shri. Nandkishore Sarda, Chairman & Managing Director- Five years from 01st April, 2022.

Smt.Poonam Sarda, Whole-time Director- Five years from 01st April, 2022.

Details of remuneration to Non-Executive Directors are as under:

Name of the Director	Sitting fees (per meeting)	Total
Shri. R.P. Mohanka	2,000	10,000
Shri. Harish Dass	2,000	8,000
Shri. Ramesh Mantri	2,000	12,000

None of the Non-Executive Directors has any material financial interest in the Company apart from the remuneration by way of fees received by them from the Company during the year.

Stakeholders Relationship Committee

The Stakeholders Relationship Committee considers and resolves the grievances of security holders of the Company and also reviews and monitors/approves share transfers/ duplicate share issues/share transmissions/dematerialization process.

Terms of reference:

The brief description of terms and reference of Stakeholders Relationship Committee is as follows:

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report,

non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;

2. Review of measures taken for effective exercise of voting rights by shareholders;
3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company

Company Secretary- Shri. Amit B. Mundada is the Compliance officer.

The number of complaints received during the year:	Nil
The number of complaints not solved to the satisfaction of shareholders	None
Number of pending complaints:	None

4. General Body Meetings

The venue, date and time of the last three Annual General Meetings and the details of Special Resolutions passed thereat are as under:

Date	Time	Venue	Special Resolution Passed
30 th September,2022	11.00 a.m.	At the corporate office of the Company at Da-rock, Plot no. 230, 6 th Floor, Hill Road, Shivaji Nagar, Nagpur-440010	No Special Resolution was passed in the meeting
24 th September,2021	11.00 a.m.	At the corporate office of the Company at Da-rock, Plot no. 230, 6 th Floor, Hill Road, Shivaji Nagar, Nagpur-440010	1. Authorisation under Section 186 of the Companies Act, 2013
11 th December,2020	11.00 a.m.	At the corporate office of the Company at Da-rock, Plot no. 230, 6 th Floor, Hill Road, Shivaji Nagar, Nagpur-440010	1. To approve the revision in the remuneration of Shri. Nandkishore Sarda, Chairman & Managing Director of the Company

Special Resolution(s) passed through Postal Ballot:

During the financial year 2022-23, Special Resolution for re-appointment of Shri. Nandkishore Sarda, as Chairman and Managing Director of the Company and Ordinary Resolution for re-appointment of Smt. Poonam Sarda as Whole-time Director of the Company were passed through Postal Ballot. Shri. Sunil Kumar Sharma, proprietor of Sunil Kumar Sharma & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for the purpose of scrutinizing the entire voting process and ascertaining the results. Details of voting results are as under:

Item no.	Brief Description	No. of votes cast in favour		No. of votes cast against		Number of votes abstained		Total votes
		No. of votes	% to total votes cast	No. of votes	% to total votes cast	No. of votes	% to total votes cast	
1.	Re-appointment of Shri. Nandkishore Sarda as Chairman and Managing Director of the Company.(Special Resolution	237030	99.96	100	0.04	0	0.00	237130
2.	Re-appointment of Smt. Poonam Sarda as Whole-time Director of the Company. (Ordinary Resolution)	237030	99.96	100	0.04	0	0.00	237130

The Special Resolution was passed with requisite majority.

No Special Resolution is proposed to be passed through Postal Ballot as on the date of this report.

Procedure for Postal Ballot

The Postal Ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated

December 31, 2020, 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 8, 2021, issued by the Ministry of Corporate Affairs. The voting period for remote e-voting commenced on Tuesday, April 26th, 2022 at 9.00 a.m. (IST) and ended on Wednesday, May 25, 2022 at 5.00 p.m. (IST). The Company has engaged the services of National Securities Depository Limited (“NSDL”) for the purpose of providing e-voting facility to its Members. The consolidated report on the result of the postal ballot through remote e-voting for approving the aforementioned resolutions was provided by the Scrutiniser on Thursday, May 26, 2022.

5. Means of communication

Quarterly, half-yearly and annual results are submitted to the stock exchange in accordance with the Listing Regulations and published in Indian Express (English Language) and Loksatta (Vernacular Language) newspapers. The Company’s website contains a separate dedicated section titled “Investors”. The information about the Company, in terms of Regulation 46 of the Listing Regulations, is provided on the Company’s website www.shardaispat.com and the same is updated from time-to-time. The financial results and other relevant information are placed simultaneously on your Company’s website.

6. General shareholder information

Annual General Meeting	Date : 29 th September, 2023 Time : 11.00 a.m. Venue: At the corporate office of the Company at Da-rock, Plot no. 230, 6 th Floor, Hill Road, Shivaji Nagar, Nagpur-440010
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Financial calendar for 2023-24 (tentative)

Financial results for the quarters ended:

30 th June, 2023	1 st Week of August, 2023
30 th September, 2023	1 st Week of November, 2023
31 st December, 2023	1 st Week of February 2024
31 st March, 2024	4 th Week of May, 2024
Annual General Meeting (for F.Y. 2023-24)	September, 2024

Dividend payment date (For F.Y. 2022-23)	In view of meeting our Company’s working capital requirements during the ensuing year, your directors express their inability to recommend any dividend for this year.
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Listing on stock exchanges Equity Shares	The shares of the Company are listed on the following exchanges: 1. BSE Limited, (513548) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001
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2. The Calcutta Stock Exchange Association Limited (029292),
7, Lyons Range, Kolkata -700001
ISIN no. NSDL & CDSL-INE385M01012

The security of the Company has been shown as suspended on the Calcutta Stock Exchange Association Limited. The Company has stepped up and is in the process to expel the suspension from Calcutta Stock Exchange.

Your Company has paid annual listing fees to the BSE Limited, Mumbai, for the equity shares for the financial year 2022-23.

Registrar and share transfer agents (for physical and electronic)

Adroit Corporate Services Private Limited
18-20, Jafferbhoy Industrial Estate, Makwana Road, Marol Naka, Andheri (E), Mumbai – 400059

Share Transfer System

In view of the SEBI circular, share transfers in physical have been stopped from 01st April, 2019. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, mandated all listed companies to issue securities in dematerialized form only, while processing the service request of 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.

In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

Also, share transactions in electronic form can be effected in a much simpler and faster manner. After a confirmation of a sale /purchase transaction from the broker, shareholders should approach the Depository Participant ('DP') with a request to debit or credit the account for the transaction. The DP will immediately arrange to complete the transaction by updating the

account.

Shareholders should communicate with Adroit Corporate Services Private Limited, Company's Registrars and Transfer Agent ('RTA') quoting their folio number or Depository Participant ID ('DP ID') and Client ID number, for any queries to their securities.

Market price data: High/low during the year 2022-23

Month	Sharda Ispat Limited on the BSE (in Rs.)	
	High	Low
April, 2022	78.00	62.75
May, 2022	75.45	62.70
June, 2022	71.90	61.75
July, 2022	71.00	62.00
August,2022	73.90	64.45
September,2022	77.85	65.25
October,2022	68.85	61.25
November,2022	72.20	62.20
December,2022	75.10	65.10
January, 2023	73.70	61.50
February,2023	72.15	55.95
March, 2023	67.97	58.00

Comparison of Sharda Ispat Limited share price movements on BSE Sensex 30 Index



Shareholding pattern as on 31st March, 2023

Sr.No.	Category	No. of Shares	Percentage
1.	Promoter and Promoter Group	38,07,600	75.00
2.	Banks/MFs/FIs/Ins.Cos./NBFCs	0	0.00
3.	Foreign Portfolio Investors	0	0.00
4.	Overseas Corporate Bodies	0	0.00
5.	Bodies Corporate	4,80,878	9.47
6.	Individual NRIs	3,056	0.06
7.	Resident Individuals	7,63,911	15.05
8.	IEPF Authority	0	0.00
9.	Others	21355	0.42

Distribution of shareholding as on 31st March, 2023

Shareholding of nominal value (Rs.)	Shareholders		Shares	
	Number	% to total	Number	% to total
Up to 100	2293	65.44	161035	3.17
101-500	982	28.03	276489	5.45

501-1000	128	3.65	108374	2.13
1001- 2000	43	1.23	67108	1.32
2001-3000	11	0.31	28912	0.57
3001-4000	15	0.43	52465	1.03
4001-5000	1	0.03	5,000	0.10
5001-10000	7	0.20	53385	1.05
10001-20000	2	0.06	40000	0.79
20001-50000	4	0.11	102200	2.01
50,001 and above	18	0.51	4181832	82.37
Total	3504	100.00	50,76,800	100.00

Dematerialization of Shares

The Company has arrangement with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) for dematerialization of equity shares. As on 31st March, 2023 out of the total 50,76,800 equity shares held by about 3,504 (PY 3,599) shareholders 41,14,540 (PY 40,68,840) equity shares held by 1197 (PY 1,252) shareholders representing 81.05% (PY 80.15%) percent of the total paid-up equity capital have been dematerialized. The Promoters hold 99.74% their equity shareholding in the Company in dematerialized form.

GDR, ADR, Warrants or Conversion Instruments

During the year under review, the Company has not issued Global Depository Receipt, American Depository Receipt, Warrants or any Conversion Instruments.

Hedging of Risks

The Company has in place a Board approved policy which establishes the risk management framework and defines the procedures and controls for effective management of risk's faced by the Company. In respect of price risk of raw materials used for manufacturing purpose, the same is taken care of as per industry requirement. The Company's exposure in none of the commodities, which are sourced for use in its business, is material in the context of its overall operations and also in terms of the 'policy on Determination of Materiality for Disclosures (s)', as approved by the Board. Accordingly, the disclosure requirements prescribed under the SEBI Circular dated 15th November, 2018 is not applicable to the Company.

Credit Ratings

During the year under review, the Company has not obtained any credit ratings.

Plant Location	Kamptee Road, Nagpur- 440026
Address for correspondence	Regd. Office Kamptee Road, Nagpur- 440026 Ph: 0712-2640071 e-mail: shardaispat.ngp@gmail.com
	Corporate Office Da-rock, Plot No.230, 6 th Floor, Hill Road, Shivaji Nagar, Nagpur-440010 e-mail: shardaispat.ngp@gmail.com

7. Disclosures

a).Related Party Transactions

All transactions entered into with related parties as defined under the Act and Regulation 23 of the SEBI Listing Regulations, each as amended, during the year under review were on an arm's length price basis and in the ordinary course of business. These have been approved by the Audit Committee and shareholders of the Company, where required, in terms of provisions of the SEBI Listing Regulations. Certain transactions which were repetitive in nature were approved through omnibus route by the Audit Committee. The Company has not entered into any materially significant related party transaction that has potential conflict with the interest of the Company at large. None of the transactions with any of related parties were in conflict with the Company's interest.

Attention of members is drawn to the disclosures of transactions with related parties set out in Note No. 13 and 37 of Standalone Financial Statements, forming part of the Annual Report. The Company's major related party transactions are generally with its group companies.

All related party transactions are negotiated on an arm's length basis and are intended to further the Company's interest.

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

During the last three years, the Company has complied with all applicable Acts and Regulations and there was no non-compliance by the Company. No penalties, strictures were imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets.

However, in the current financial year 2023-24, the company has received an e-mail on dated 30th June, 2023 from Bombay Stock Exchange regarding late submission of disclosure of related party transactions for the half year ended 31st March, 2023 under Regulation 23 (9) of SEBI (Listing obligations and Disclosure requirements), Regulations 2015. The Bombay Stock Exchange Ltd. has levied fine of Rs. 17,700/- (including GST) for March Quarter which has been paid by the Company.

c). Whistle Blower policy

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal / unethical behavior. The Company has adopted Whistle Blower Policy and has established necessary vigil mechanism for employees / directors, wherein they can report the instances of unethical behavior, actual or suspected fraud or any violation of the Code of Conduct and / or laws applicable to the Company and seek redressal. The reportable matters may be disclosed to the head HR or the Compliance Officer who report to the Audit Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

d). Compliance with mandatory and discretionary requirements

Financial Statements: The financial statements of the Company have been prepared to comply in all material respects with the Indian Accounting Standards ("Ind AS") notified under the Companies (Accounting Standards) Rules, 2015.

Listing Regulations: There is no non-compliance of any of the requirements of Corporate Governance for the year under review as required under the Listing Regulations. The Company has adopted the following non-mandatory requirements of Listing Regulations.

1) Unmodified Opinion(s) in Audit Report

The Company is in the regime of financial statements with unqualified / unmodified Audit Opinion.

2) Reporting of Internal Auditors

The Internal Auditors of the Company report to the Audit Committee periodically to ensure independence of the Internal Audit function.

The Company has also complied with the corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46.

Pursuant to the requirement of Regulation 30 of the SEBI Listing Regulations, the Company would like to inform that no agreement(s) have been entered with media companies and/or their associates which has resulted/ will result in any kind of shareholding in the Company and consequently any other related disclosures viz., details of nominee(s) of the media companies on the Board of the Company, any management control or potential conflict of interest arising out of such agreements, etc. are not applicable. The Company has not entered into any other back to back treaties/contracts/agreements/MoU or similar instruments with media companies and/or their associates.

Unclaimed Dividend/ transfer of Shares to IEPF: The Company has not declared or paid any dividend. The details of which are given below.

Financial Year	Unpaid/ Unclaimed dividend as on 31.03.2023 (In Rs.)	Date of declaration	Date of transfer to IEPF
2016-17	Nil	N.A	N.A
2017-18	Nil	N.A	N.A
2018-19	Nil	N.A	N.A
2019-20	Nil	N.A	N.A
2020-21	Nil	N.A	N.A
2021-22	Nil	N.A	N.A
2022-23	Nil	N.A	N.A

(N.A – Not Applicable)

e). Material financial & commercial transactions by Senior Management

There were no material financial & commercial transactions by Senior Management as defined in Regulation 26 of the Listing Regulations where they have any personal interest that may have a potential conflict with the interests of the Company at large requiring disclosure by them to the Board of Directors of the Company.

f). Governance Policies

The Company strives to conduct its business and strengthen relationships in a manner that is dignified, distinctive and responsible. Your Company adheres to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Accordingly, your Company has adopted various codes and policies to carry out its duties in an ethical manner as named hereunder:

- Code of conduct
- Corporate Social Responsibility Policy
- Vigil Mechanism and Whistle Blower Policy
- Policy for determining Material Subsidiaries
- Code of Conduct for Prohibition of Insider Trading
- Policy for selection of Directors and determining Directors Independence
- Remuneration Policy for Directors, Key Managerial Personnel and other employees
- Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions.

g). Web-links

1. Material Subsidiary Policy:
<http://shardaispat.com/wp-content/uploads/2021/08/Policy-for-Determining-Material-Subsidiaries.pdf>.
2. Related Party Transaction Policy
<http://shardaispat.com/wp-content/uploads/2021/08/Policy-on-Materiality-of-and-dealing-with-Related-Party-Transaction2.pdf>.
3. Other Policies
<http://shardaispat.com/investor/policy>

If for any reason, the links do not support, the members are requested to refer the policies section under the heading Investors on the website of the Company.

- h).** The Board has adopted all the recommendations made by the committees of the board during the year.
- i).** Total fees for all services paid by the Company to the statutory auditor are Rs. 2.95 Lakhs. (Gross)
- j).** No complaint pertaining to sexual harassment of women employees was received during the year under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Accordingly, there is no information required to be furnished.

k). Equity Shares in the Suspense Account:

As per Schedule V of Part F of SEBI (LODR) Regulations, 2015, the Company reports the following details in respect of equity shares lying in the suspense account which were issued pursuant to the public issue.

- i) Aggregate no. of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: Nil.
- ii) No. of shareholders who approached listed entity for transfer of shares from suspense account during the year: Nil.
- iii) No. of shareholders to whom shares were transferred from suspense account during the year: Nil.
- iv) Aggregate no. of shareholders and the outstanding shares in the suspense account lying at the end of the year: Nil.
- v) That the voting rights on the equity shares shall remain frozen till the rightful owner claims such shares: Nil.

I). Certificate from practicing Company Secretary

Certificate from Shri. Sunil Kumar Sharma, Practicing Company Secretaries that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority is as under:

TO WHOMSOEVER IT MAY CONCERN

I, Sunil Kumar Sharma, Practicing Company Secretary do hereby certify that none of the directors on the board of M/s. Sharda Ispat Limited have been debarred or disqualified from being appointed or from continuing as directors of companies by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any such statutory authority to the best of my knowledge.

This certificate is being issued as per Schedule V under Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For Sunil Kumar Sharma & Associates

Sd/-

Sunil Kumar Sharma

(Proprietor)

M No. 10043

CP No. 12708

UDIN: F010043E000785246

Place: Nagpur

Date: 11.08.2023

**Compliance Certificate from the Practicing Company Secretary regarding
compliance of conditions of Corporate Governance**

To,
The Members of,
Sharda Ispat Limited

We have examined the compliance of conditions of corporate governance by Sharda Ispat Limited (“the Company”), for the year ended 31st March, 2023 as stipulated in SEBI (LODR) Regulations, 2015 and the Listing Agreement of the said Company with Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2023.

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

For Sunil Kumar Sharma & Associates

Sd/-

Sunil Kumar Sharma

(Proprietor)

M No. 10043

CP No. 12708

UDIN: F010043E000785092

Place: Nagpur
Date: 11.08.2023

SHARDA ISPAT LIMITED

Regd. Office: Kamptee Road, Nagpur 440026

CIN: L74210MH1960PLC011830

Email: shardaispat.ngp@gmail.com, **Website:** www.shardaispat.com

ATTENDANCE SLIP

I hereby record my presence at the Sixty Second Annual General Meeting held at the corporate office of the Company at Da-rock, Plot no.230, 6th Floor, Hill Road, Shivaji Nagar, Nagpur-440010 Maharashtra on Friday, the 29th day of September, 2023 at 11.00 A.M. (IST).

Name of Shareholder _____ Registered Address _____ -----	DP ID* _____ Client ID* _____ Folio No. _____ No. of Shares _____
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SIGNATURE OF THE SHAREHOLDER OR PROXY

NOTE: Please fill in this attendance slip and hand it over at the entrance of the meeting hall.

* For shares held in electronic form

Form No. MGT-11
Proxy form
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3)
of the Companies (Management and Administration) Rules, 2014]
CIN:L74210MH1960PLC011830

Name of the company: **SHARDA ISPAT LIMITED**

Registered office: Kamptee Road, Nagpur 440026 Maharashtra

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member (s) of Shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Sixty Second Annual General Meeting of the company, to be held on the Friday, the 29th day of September, 2023 at 11.00 a.m. (I.S.T), at the corporate office of the Company at Da-rock, Plot no. 230, 6th Floor, Hill Road, Shivaji Nagar, Nagpur-440010 Maharashtra and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. Adoption of Financial statement for the financial year ended March 31, 2023 along with the reports of the Board of Directors and Auditors thereon.
2. Re-appointment of Smt. Poonam Sarda (Retiring Director) as Director.
3. To approve the remuneration of the Cost Auditors for the Financial Year ending March 31, 2023.
4. To approve the remuneration of the Cost Auditors for the Financial Year ending March 31, 2024.

Signed this..... day of..... 20...

Signature of shareholder :

Signature of Proxy holder(s):

First Proxy holder

Second Proxy holder

Third Proxy holder

Note This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

Form No. MGT-12**Polling Paper****[Pursuant to section 109 (5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]**Name of the Company: **SHARDA ISPAT LIMITED**

Registered office: Kamptee Road, Nagpur 440026 Maharashtra

BALLOT PAPER

S No	Particulars	Details
1	Name of the First Named Shareholder (In block letters)	
2	Postal address	
3	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4	Class of Share	

I hereby exercise my vote in respect of Ordinary/ Special resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

No	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Adoption of Financial Statements for the financial year ended March 31, 2023 along with the reports of the Board of Directors and Auditors thereon.			
2.	Re-appointment of Smt. Poonam Sarda (Retiring Director) as Director.			
3.	To approve the Remuneration payable to the Cost Auditor for the Financial Year ending March 31, 2023.			
4.	To approve the Remuneration payable to the Cost Auditor for the Financial Year ending March 31, 2024.			

Place:

Date:

(Signature of the shareholder)

.....

.....

.....

(Signature of First Proxy) (Signature of Second Proxy) (Signature of Third Proxy)

Route Map for the Venue of Annual General Meeting

