

STURDY INDUSTRIES LIMITED

CIN: L25209HP1989PLC009557; Email Id: legalsturdy@gmail.com

Registered Office: Plot Number 45, Sector 1, Parwanoo, Solan, Himachal Pradesh-173220

Date: 02.09.2023

To

The Manager
Department of Corporate Services
Bombay Stock Exchange Limited
PJ Tower, Dalal Street,
Mumbai, Maharashtra-400001.

COMPANY CODE: 530611.

Subject: Annual Report for the Financial Year 2022-2023.

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

Dear Sir/Madam,

Pursuant to Regulation 34 of the 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 2022-2023.

Kindly take on record the same and oblige.

Thanking You.

Yours Faithfully,
FOR STURDY INDUSTRIES LIMITED

RAMESH GUPTA
WHOLE TIME DIRECTOR
(DIN: 00161363).

STURDY INDUSTRIES LIMITED

34TH ANNUAL REPORT

2022-2023



DRIP IRRIGATION



ALUMINIUM CONDUCTOR



STURDY INDUSTRIES LIMITED-AN OVERVIEW

<p><u>THE BOARD OF DIRECTORS</u></p> <p>Mr. Ramesh Gupta, Whole-Time Director</p> <p>Mr. AshokKumar, Director</p> <p>Ms. Meenu, Director</p> <p>Mr. Shamsher Kumar Sharma, Managing Director</p> <p>Ms. Puja, Independent Director</p> <p>Ms. Pushpa Devi, Independent Director</p>	<p><u>STATUTORY AUDITOR</u></p> <p>M/s. K Singh & Associates, Chartered Accountants Chandigarh. Firm Registration Number: 012458N</p>
<p><u>REGISTRAR AND TRANSFER AGENT</u></p> <p>Skyline Financial Service Private Limited D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020.</p> <p>Email Id : viren@skylinerta.com</p> <p>Phone Number: 011-26812682.</p>	<p><u>CHIEF FINANCIAL OFFICER</u></p> <p>Mr. Ashok Kumar</p>
<p><u>REGISTERED OFFICE</u></p> <p>Plot Number 45, Sector 1, Parwanoo, Solan, Himachal Pradesh-173220. Website: www.sturdyindustries.in</p>	<p><u>SECRETARIAL AUDITORS</u></p> <p>M/s. Riya Garg & Associates; Company Secretaries, Patiala. CP Number: 22677</p>
<p><u>EMAIL ID:</u> legalsturdy@gmail.com</p>	<p><u>BANKERS</u></p> <p>Punjab National Bank. Allahabad Bank/Indian Bank.</p> <p><u>STOCK EXCHANGE</u></p> <p>Bombay Stock Exchange Limited.</p> <p>Scrip Code: 530611 ISIN Equity Share: INE134F01026 ISIN Preference Shares: INE134F04012</p>



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NOTICE

Notice is hereby given that 34th Annual General Meeting of the shareholders of the **Sturdy Industries Limited** (herein after the “Company”) will be held on **Wednesday, the 27th day of September, 2023 at 1:00 P.M.** IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Financial Statements of the company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and the Auditors thereon.
2. To re-appoint Mrs. Meenu (DIN: 08945317), Director of the company who retires by rotation and being eligible, offers herself for the re-appointment.
3. To consider and if thought fit to pass with or without modification(s), if any, the following resolution as an **Ordinary Resolution:**

TO RE-APPOINT M/s. K. SINGH & ASSOCIATES, CHARTERED ACCOUNTANTS, AS THE STATUTORY AUDITORS OF THE COMPANY AND FIX THEIR REMUNERATION.

“**RESOLVED THAT** pursuant to the provisions of Section 139, 141 and 142 and all other applicable provisions, of the Companies Act, 2013 (“the Act”) and Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent and approval of the members of the company be and is hereby given for the re-appointment of M/s. K. Singh & Associates, Chartered Accountants as the statutory auditors of the company to hold the office from the conclusion of this Annual General Meeting until the conclusion of the 39th Annual General Meeting to be held for the financial year 2027-2028 at such remuneration and all out of pocket expenses as may be decided between the Board of Directors and M/s. K. Singh & Associates, Chartered Accountants.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and action as may be necessary, proper or expedient to give effect to this resolution.”

SPECIAL BUSINESS:

4. To consider and if thought fit to pass with or without modification(s), if any, the following resolution as an **Special Resolution:**

TO APPOINT MR. RAJINDER PAUL BALI (DIN: 08953726) AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY.

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 162 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(including any statutory modification or re-enactment(s) thereof for the time being in force), Articles of Association of the company as amended from time to time, Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as recommended by the Nomination and Remuneration Committee and Board of Directors, the consent and approval of the members of the company be and is hereby accorded to appoint Mr. Rajinder Paul Bali (DIN:08953726) as a Director of the company, who is eligible for appointment and has consented to act as Director of the company w.e.f. 27th September, 2023 whose office is liable to retire by rotation, on the terms and conditions as set out in explanatory statement annexed to the notice convening this meeting.”

“RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By order of the Board
For STURDY INDUSTRIES LIMITED

Sd/-
RAMESH GUPTA
WHOLE TIME DIRECTOR (DIN: 00161363)
HOUSE NUMBER 11-12, SECTOR 1,
PARWANOO, HIMACHAL PRADESH- 173205.

PLACE: PARWANOO
DATE: 02/09/2023

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“the MCA”) vide its General Circular Number 02/2022 dated May 05, 2022 permitted the companies to hold the Annual General Meeting (“AGM” or “meeting”) through Video Conferencing (“VC”) / Other AudioVisual Means (“OAVM”), without the physical presence of the Members at a common venue, in accordance with the requirements provided in latest circular General Circular Number 10/2022 dated December 28, 2022 and General Circular Number 11/2022 dated December 28, 2022 (MCA) and Circular Number SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (SEBI) and paragraphs 3 and 4 of the General Circular Number 20/2020 dated May 05, 2020 read with General Circular Number 14/2020 dated April 08, 2020 and General Circular Number 17/2020 dated April 13, 2020 (collectively referred to as “the MCA Circulars”). In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and the MCA Circulars, AGM of the company for Financial Year 2022-2023 is being held through VC / OAVM. Registered Office of the company shall be deemed to be the venue for AGM.
2. Members of the company who are Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate Members intending to authorize their representatives to participate and vote through e-voting on their behalf at the meeting are requested to send a certified copy of the Board Resolution/authorization letter to the company.
3. Since the AGM will be held through VC / OAVM in accordance with the MCA Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
4. The Register of Members and the Share Transfer books of the company will remain closed from 21st day of September, 2023 to 27th day of September, 2023 (both days inclusive).
5. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed hereto.
6. Since the AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
8. 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 the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members are requested to notify any change of email ID or address.

9. Trading in equity shares of the company is compulsorily in dematerialized mode by all the members. Also, as per provisions of the Listing Regulations, transfer of listed securities shall not be processed unless the securities are in dematerialised form. This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Members holding shares in physical form are requested to convert their holding(s) to dematerialised form to eliminate all risks associated with physical shares.
10. With a view to conserve natural resources, we request the members to update and register their email addresses with their DPs or RTA, as the case may be, to enable the company to send communications including Annual Report, Notices, Circulars, etc. electronically.
11. Members holding shares in physical mode are requested to register their email ids with the Registrar and Share Transfer Agents of the company and members holding shares in Demat mode are requested to register their email id's with their respective DP, in case the same is still not registered. Members are also requested to notify any change in their email id or address to the company and always quote their Folio Number or DP ID and Client ID Numbers in all correspondence with the company. Notice along with Demat form is also attached herewith.
12. Electronic copy of the Annual Report for 2022-2023 is being sent to all the members whose email ids are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2022-2023 is being sent in the permitted mode.

In case, any member wants to get a physical copy of the Annual Report, they may send their request to legalsturdy@gmail.com mentioning folio/DP ID and Client ID. Annual Reports is also available on the website of the company at <http://www.sturdyindustries.in/financial.php>.

13. Members may also note that the Notice of the 34th Annual General Meeting and the Annual Report for 2022-2023 will also be available on the website of the company at <http://www.sturdyindustries.in/> for their download. The physical copies of the aforesaid documents will also be available at the company's Registered Office in Solan for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any further communication or clarification, the shareholders may also write to the company's email id at legalsturdy@gmail.com
14. The details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting are furnished as under:

S. No.	Particulars	Name of the Director
		Mr. Rajinder Paul Bali
1.	Date of Birth	06/10/1948
2.	Date of Appointment	27/09/2023
3.	Qualifications	Graduate
4.	List of other Indian Companies in which Directorship	Greenway Advisors Private

	held.	Limited- Director
5.	Chairman/Member of the committee of Board of other companies	Nil
6.	Equity shares held in the company	0

15. In terms of the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and of the Listing Regulations, the company is pleased to provide e-voting facility as an alternate to all its Members to enable them to exercise their right to vote by electronic means. For this purpose, the company has entered into an agreement with Central Depository Services (India) Limited (“CDSL”) for providing e-voting facility to enable the shareholder to cast their votes electronically.
16. The resolutions shall be deemed to have been passed on the date of AGM, subject to the same being passed with requisite majority.
17. Members who would like to express their views/have questions may send their views/questions 7 days prior to meeting mentioning their name, demat account number / folio number, email id, mobile number at legalsturdy@gmail.com and register as a speaker. Only those members who have registered as a speaker will be allowed to express their views / ask questions during the meeting.
18. As per the provisions of Secretarial Standards for General Meeting it is clearly specified that a member cannot vote both by post and e-voting and if he/she votes both by post and e-voting, his vote by post shall be treated as invalid.

The process and manner for voting by electronic means and the time schedule including the time period during which the votes may be casted are as under:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular Number 14/2020 dated April 8, 2020, Circular Number 17/2020 dated April 13, 2020 and Circular Number 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the

scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at <http://www.sturdyindustries.in/financial.php>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.
7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular Number 14/2020 dated April 8, 2020 and MCA Circular Number 17/2020 dated April 13, 2020 and MCA Circular Number 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's General Circular Number 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular Number 20/2020 as per MCA Circular Number 02/2021 dated January, 13, 2021.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The voting period will start on Sunday, 24th September, 2023 at 09:00 A.M. and ends on Tuesday, 26th September, 2023 at 5:00 P.M. During this period shareholders' of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date (recorddate) of Wednesday, 20th September, 2023, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular Number SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI Circular Number SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL

	<p>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 No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider</p>

their Depository Participants (DP)	website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.
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Important note: Members who are unable to retrieve UserID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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

available to scrutinizer for verification.

(xvii) Mr. Shubham, Company Secretary of M/s. SDK & Associates, Chandigarh, has been appointed as Scrutinizer, who in the opinion of the Board can scrutinize the e-voting process in a fair and transparent manner.

(xviii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Votingonly.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cDSLindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cDSLindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz. legalsturdy@gmail.com (designated email address by company), if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM AND E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting and e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.

5. Further shareholders will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
6. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, Demat account number/ folio number, email id, mobile number at legalsturdy@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, Demat account number/folio number, email id, mobile number at legalsturdy@gmail.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders - Please provide necessary details like Folio Number, Name of shareholder, scanned copy of the share certificate (front and back), PAN (Self attested scanned copy of PAN card), Aadhaar (Self attested scanned copy of Aadhaar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id and mobile number with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id and mobile number with your respective Depository Participant (DP) which is mandatory while e-Voting and joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM and e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free number 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Senior Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free number 1800 22 55 33.

By order of the Board
For STURDY INDUSTRIES LIMITED

Sd/-

RAMESH KUMAR GUPTA
WHOLE TIME DIRECTOR (DIN: 00161363)
HOUSE NUMBER 11-12, SECTOR 1,
PARWANOO, HIMACHAL PRADESH- 173205.

PLACE: PARWANOO
DATE: 02/09/2023

EXPLANTORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013
ITEM NUMBER 4

The members are informed that the company has received a notice from Mr. Rajinder Paul Bali under Section 160 of Companies Act, 2013, proposing his candidature for the office of Director, based on which Nomination and Remuneration Committee has recommended the Board to place the matter of appointment of Mr. Rajinder Paul Bali (DIN: 08953726) as a Director before the shareholders for their approval.

Further, the members are informed that Mr. Rajinder Paul Bali is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act a Director. The Board considers that his association would be of immense benefit to the company as he can manage and control the affairs of the company.

Pursuant to the provisions of the Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and Regulation 36(3) of the SEBI (LODR) Regulations 2015, a brief profile of Mr. Rajinder Paul Bali and other requisite details are mentioned below:

S. NO.	PARTICULARS	INFORMATION
1.	Type of event	Appointment of Mr. Rajinder Paul Bali as a Director.
2.	Date of Birth	06/10/1948
3.	Date of Appointment on the Board	Not Applicable.
4.	Date of appointment at current designation	Not Applicable.
5.	Nationality	Indian
6.	Category	Promoter, Non-Executive Director.
7.	Qualification	Graduate.
8.	Brief Profile/Expertise	He is having experience of more than 35 years in the field of plastic products industry having vast knowledge in handling manufacturing and management of operations.
9.	List of other listed companies in which Directorship is held as on 31.08.2023.	Not Applicable.
10.	Chairman/Member of the Committee of the Board of the other companies in which he is a director as on 31.08.2023	Not Applicable.
11.	Equity Shares held in the company as on 31.08.2023	Not Applicable.
12.	Disclosure of relationships between existing directors and new director	Mr. Rajinder Paul Bali is not related to any Director or Promoter of the company.

Hence, the Board recommends the **Special Resolution** set out at item number 4 of the notice for approval by the members.

Save and except the above, none of the other Directors/Key Managerial Personnel of the company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item number 4 of the notice.

By order of the Board
For STURDY INDUSTRIES LIMITED

Sd/-
RAMESH KUMAR GUPTA
WHOLE TIME DIRECTOR (DIN: 00161363)
HOUSE NUMBER 11-12, SECTOR 1,
PARWANOO, HIMACHAL PRADESH- 173205.

PLACE: PARWANOO
DATE: 02/09/2023

BOARD'S REPORT

To

The Members,
Sturdy Industries Limited

The Board is immensely delighted in presenting its 34th Annual Report. The Report is being presented along with the Audited Financial Statements for the Financial Year ended March 31, 2023.

FINANCIAL HIGHLIGHTS

PARTICULARS	Year Ended March 31 st 2023 (Rs. In Lacs).	Year Ended March 31 st 2022 (Rs. In Lacs).
Revenue from Operations	339.39	1,209.00
Other Income	20.94	832.72
Total Income	360.23	2041.72
<i>Less:</i> Total Expenses	1183.77	2,527.80
Profit/(Loss) before Tax and Extraordinary Items	(823.54)	(486.08)
Extraordinary Items	210.21	-
Profit/(Loss) before Tax	(613.33)	(486.08)
Less: Tax Expenses:		
Current Tax	0.00	0.00
Deferred Tax	(190.94)	(844.66)
Profit from continuing operations	(422.39)	358.58
Other comprehensive Incomes/Loss	11.57	(3.66)
Total Comprehensive Income for the year	(410.83)	354.92

REVIEW OF OPERATIONS AND BUSINESS PERFORMANCE

During the financial year under review, the company has achieved turnover (including income from other sources) of Rs. 360.23 Lakhs. However, the expenditure side of the company has also proportionally decreased to Rs. 1,183.77 lakhs. Your management is striving hard to improve the financial position of the company by devising effective marketing plans and strategies.

CHANGE IN NATURE OF BUSINESS

During the year under review, there was no change in the nature of business.

DIVIDEND

The Board of Directors of your company, after considering holistically the relevant circumstances and keeping in view the company's dividend distribution policy, has decided that it would be prudent, not to recommend any dividend for the year under review.

LISTING OF SHARES

Presently, the equity shares of the company are listed on the BSE Limited (Bombay Stock Exchange Limited) and the company has paid the Annual Listing Fees to BSE for the financial year 2023-2024.

BORROWINGS

The total borrowings of the company (both long term and short term) as on 31st March, 2023 were Rs. 20,617.50 Lakhs as compared to Rs. 20,987.98 Lakhs as on 31st March, 2022. **(For details Refer Note Number 15 and 18 of the Audited Financial Statement).**

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATES

The company has no subsidiaries, associates and joint venture companies.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for the financial year 2022-2023 is uploaded on the website of the company i.e. www.sturdyindustries.in under the head "Investors".

BOARD AND COMMITTEE MEETINGS

The details of meetings of the Board and committee thereof held during the financial year 2022-2023 are provided in the Report on Corporate Governance which forms the part of this report.

DIRECTOR'S RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134 OF THE COMPANIESACT, 2013

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility statement:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for

safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DECLARATION OF INDEPENDENCE

The Board has received declarations from all the Independent Directors of the company confirming that they meet with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015. In the opinion of the Board they fulfill the conditions specified in the Act and the Rules made thereunder and are Independent of the management.

MACHANISM FOR EVALUATION OF BOARD

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (LODR) Regulation 2015, a structured procedure was adopted after taking into consideration various aspects of the Board's functioning, composition of the Board and its committees, execution and performance of specific duties, obligations and governance.

The performance evaluation of the independent Directors was completed in time. The performance evaluation of the Chairman and the Non-independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

The performance of each committee has been evaluated by its members and found to be highly satisfactory.

On the basis of this exercise, the Board has decided that all Independent Directors should continue to be on the Board.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and that of the Articles of Association of the company Mrs. Meenu (DIN: 08945317), Director of the Company, liable to retire by rotation at the ensuing Annual General Meeting offers herself for re-appointment. The Board also seeks the approval of members for the appointment of Mr. Rajinder Paul Bali as a Director (Non-Executive) of the company. The brief resume/details of the Director(s), who are to be appointed as mentioned herein, have been furnished in the Notice of the ensuing Annual General Meeting.

The detailed section on 'Board of Directors' is given in the separate section titled 'Corporate Governance Report' forming part of this Annual Report.

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186

During the financial year under review, the company has neither made any investment nor granted any loan and guarantee within the meaning of Section 186 of the Companies Act, 2013. However, the details of the earlier investments made under Section 186 of the Companies Act 2013 are provided in Note 3 of the audited financial statements of the company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the financial year under review, the company has entered into certain transactions with related parties pursuant to the provisions of Section 188 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 and which could be considered 'material' as per Regulation 23 of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015. Such transactions are reported in **Form AOC-2** attached as **Annexure-1** to this report.

The policy on Related Party Transactions as approved by the Board are uploaded on the Company's website at www.sturdyindustries.in and direct web link to the policy is at <http://www.sturdyindustries.com/pdf/financial/Related%20Party%20policy.pdf>

TRANSFER TO RESERVES

The debit balance of Profit and Loss account for the financial year ended 31st March, 2023 amounting to Rs. 410.82 Lakhs.

TRANSFER OF UNPAID AND UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

No unclaimed or unpaid amount is lying in the books of the company which is required to be transferred to Investor Education and Protection Fund.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN END OF THE FINANCIAL YEAR AND THE DATE OF THIS REPORT

There are no material changes and commitments in the business operations affecting the financial position of the company from the financial year ended 31st March, 2023 to the date of signing of the Director's Report. However, Punjab National Bank has filed a CIRP petition vide Application Number CP(IB)Number 133/Chd/Pb/2023 against the company with Hon'ble National Company Law Tribunal, Chandigarh.

NOMINATION AND REMUNERATION COMMITTEE POLICY

Your Board has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management Personnel of the company. This policy also lays down criteria for selection and appointment of Board Members. The detail of this policy is explained in the Report on Corporate Governance. The Nomination and remuneration Policy is available on the website of the company at www.sturdyindustries.in and direct web link to the policy is at <http://www.sturdyindustries.in/pdf/financial/Nomination-Remuneration%20Policy.pdf>

RISK MANAGEMENT POLICY

The risk management framework defines the risk management approach of the company and includes periodic review of such risks and also documentation, mitigating controls and reporting mechanism of such risks. The provisions of risk management committee pursuant to the Companies Act, 2013 are not applicable to the company. Hence, any standard policy has not been drafted.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

Pursuant to the provisions of Section 177(9) and 177(10) of the Companies Act 2013, the company has in place a well formulated Vigil Mechanism/Whistle Blower Policy to deal with instance of fraud and mismanagement, if any. The purpose of vigil mechanism is to provide for adequate safeguards against victimization of persons who use such mechanism and allows direct access to the Chairperson of the audit committee in exceptional cases. The policy enables the employees, Directors and other stakeholders to raise their concern about unethical behavior, actual or suspected fraud or violation of Code of Conduct and Ethics.

There was no incident when the access to the Audit Committee was denied to any employees with respect to vigil mechanism. The policy is posted on the website of the Company at www.sturdyindustries.in and direct web link to the policy is at <http://www.sturdyindustries.in/pdf/financial/Vigil%20Mechanism.pdf>

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 relating to Corporate Social Responsibility are not applicable to the company, since the company is incurring losses from past few years.

DEPOSITS

The following details of deposits, covered under Chapter V of the Act:

- a) Deposits accepted during the year; **NIL**
- b) Remained unpaid or unclaimed as at the end of the year; **NIL**
- c) Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved; **NIL**
- d) The details of deposits which are not in compliance with the requirements of Chapter V; **NIL**

CHANGES IN SHARE CAPITAL, IF ANY

During the financial year under review, there is no change in the authorized as well as paid up share capital of the company. The authorized share capital of the company is Rs. 150,10,00,000/- (Rupees One Hundred Fifty Crore Ten Lakh Only) consisting of 16,75,00,000 Equity Shares of Rs. 2/- (Rupees Two Only) each, 2,00,000 (Two Lacs only) Redeemable Preference share of Rs. 100/- (Rupees Hundred Only) and 1,14,60,000 (One Crore Fourteen Lakh Sixty Thousand) 0.01% Redeemable Preference share of Rs. 100/- (Rupees Hundred Only).

STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS

Your company has an effective internal control and risk-mitigation system, which is constantly assessed and strengthened with new/revised standard operating procedures. The company's internal control system is commensurate with its size, scale and complexities of its operations. The internal and operational audit is entrusted to reputed firms of Chartered Accountants. The main trust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the Industry.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The report on Internal Financial Control under Clause (i) of Sub-Section 3 of Section 143 of the Companies Act 2013, is enclosed in the **Annexure-B to the Independent Auditors' Report**.

AUDITORS AND AUDITORS' REPORT

STATUTORY AUDITOR

M/s. K Singh & Associates, Chartered Accountants were appointed as the Statutory Auditors of the company to hold office till the conclusion of the Annual General Meeting to be held for the Financial Year ended 31st March, 2023. Further, they have also expressed their willingness to act as the Statutory Auditors of the company, if re-appointed and have further confirmed that the said appointment would be in conformity with the provisions of Section 139, 141 of the Companies Act, 2013. Based on the eligibility certificate given by the said auditors under Section 141 of the Companies Act, 2013, the Board of Directors recommend the re-appointment of M/s. K Singh & Associates, Chartered Accountants, as the Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held for the Financial year ended 31st March, 2028.

The Notes to Accounts referred to in the Auditors' Report on "Note No. 28" are self-explanatory and therefore do not call for any further comments. There is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

SECRETARIAL AUDITOR AND SECRETARIAL AUDITOR REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rules made there under, the company has appointed Ms. Riya Garg, proprietor of M/s. Riya Garg and Associates, Company Secretaries (C.P. Number: 22677) as Secretarial Auditors to undertake the Secretarial Audit of the company. The Secretarial Audit Report in prescribed **Form MR-3** given by aforesaid Secretarial Auditors is annexed to this Board Report as **Annexure-2** and forms an integral part.

The reply of the management to the qualification/reservation/adverse remark of the Secretarial Auditor is as follows:

S. No.	Qualification/Reservation/Adverse Remark	Reply of the Management
1.	The company has not updated its website as	The management is in the process of

	per the requirements of Section 108 of the Companies Act, 2013 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	updating the requisite information on its website.
2.	The Company Secretary of the company has resigned from the office with effect from 28 th May, 2022 and since then no Wholetime Company Secretary has been appointed in the company till date. Also, the stock exchange has imposed a penalty/fine of Rs. 1,06,200/- for non-appointment of Company Secretary and Compliance Officer.	Efforts are being made to appoint a Company Secretary. However, since the company is in losses, no suitable candidate accepts the offer of appointment.
3.	The Audited Financial Statements for the Financial Year 2022-2023, has not been signed by the Company Secretary under the provisions of Section 134 of the Companies Act, 2013, as there is no Company Secretary in the company since 28 th May, 2022.	Efforts are being made to appoint a Company Secretary. However, since the company is in losses, no suitable candidate accepts the offer of appointment.
4.	The company has delayed in filing Reclassification of Promoter/ Promoter Group shareholders as Public category shareholders as per Regulation 31(a) of (SEBI (LODR) Regulations, 2015 to the stock exchange and for this Stock exchange has imposed a penalty amounting to Rs. 6,43,100/- on the company.	Due to non-availability of funds, the fine imposed by the stock exchange could not be paid. Hence, the said application is pending for approval with the stock exchange as on closure of the financial year.
5.	The company has delayed in submission of details of related party transactions for the half year ended 30 th September, 2022 and the Stock exchange has imposed a penalty amounting to Rs. 6,51,360/-. However, said disclosure was made on 16 th January, 2023 after receipt of notice from the stock exchange.	Since the company had not entered into any transaction with the related party during the half year ended 30 th September, 2022, therefore, the management was of opinion that the disclosure as specified under Regulation 23 of (SEBI (LODR) Regulations, 2015 was not required to be submitted. However, on advice of professionals the said disclosure was submitted by the company with the stock exchange.
6.	The promoters have not given the yearly declaration with respect to encumbrance of shares, directly or indirectly, other than those already disclosed during the financial year as	The management has taken note of the same so that the requisite compliance can be made.

	specified under Regulation 31(4) of SEBI (SAST) Regulations, 2011.	
7.	As per Regulation 31(2) of (SEBI (LODR) Regulations, 2015, the company is required to maintain the 100% shareholding of the promoters and promoters group in dematerialized form. However, the company's Promoters and Promoters group shareholding is not maintained 100% in dematerialised form and the same is not maintained on a continuous basis	The 100% shareholding of the promoters is held and maintained in demat form. However, the shareholding of some members of the promoters group is not held in demat form since these members were Initial subscribers and presently are not active, hence no communication can be made with them. The management has taken note of the same so that the requisite compliance can be made.
8.	The company has not submitted the certificates with respect to payment of interest/ dividend/ principal obligations for non-convertible securities as specified under Regulation 57 of (SEBI (LODR) Regulations, 2015 during the Financial Year 2022-2023.	The management has taken note of the same so that the requisite compliance can be made.
9.	The company has not submitted statement of impact of audit qualification along with the financial results for the financial year ended 31 st March, 2022 with the stock exchange, required under Regulation 33 of (SEBI (LODR) Regulations, 2015.	The company had submitted the financial results for the financial year ended 31 st March, 2022 within the requisite time, but inadvertently the statement of impact of audit qualification could not be submitted along with the same. The management has ensured to be more vigilant in future.
10.	The company has not published the financial results in English language national daily newspaper circulating in the whole or substantially the whole of India. Whereas, the same has been published in one English language local daily newspaper required under Regulation 47 of (SEBI (LODR) Regulations, 2015.	The management has taken note of the same so that the requisite compliance can be made.
11.	The minimum promoter shareholding of the company had fallen below the limit prescribed under SEBI (ICDR) Regulations, 2018.	Due to the sale of shares held under pledge by the bank, the minimum promoter shareholding had fallen below the limit prescribed under SEBI (ICDR) Regulations, 2018. The management has taken note of the same so that the requisite compliance can be made.

12.	The management could not produce the requisite record required to be maintained in Structural Digital Database.	The management is in the process of setting up the requisite infrastructure for Structural Digital Database.
13.	The company has not placed in a meeting of Board of Directors, the non-compliances identified by the SEBI or Stock Exchange(s) and Subsequent action taken by the SEBI or Stock Exchange(s) in this regards.	Due to lack of professional expertise of Company Secretary with the management, it was not feasible for the management to make the compliance good. The management has taken note of the same so that the requisite compliance can be made in future.

ANNUAL SECRETARIAL COMPLIANCE REPORT

As required under Regulation 24A of the SEBI (LODR) Regulations, 2015 the company has obtained the secretarial compliance report for the financial year ended 31st March, 2023 from M/s. M.R. Chechi and Associates, Company Secretaries, Chandigarh and same is attached as **Annexure-3** to this report.

COST AUDITORS

The provisions of Section 148 of the Companies Act, 2013 relating to appoint of Cost of Auditors and Cost Audit are not applicable to the company for the Financial Year 2022-2023 since the turnover the company is below the limit prescribed under the Act and Rules made thereunder.

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

The information required under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 relating to "Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo" is given in the **Annexure-4** forming an integral part of this report.

MANAGERIAL REMUNERATION

The statistical disclosures pursuant to Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are enclosed with this report as **Annexure-5**.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has in place an anti-harassment policy in line with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There was no complaint received from any employee during the Financial Year 2022-2023 and hence, no complaint is outstanding as on 31st March, 2023.

The policy has been posted on the website of the company at www.sturdyindustries.in under the head "Investor".

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussions and Analysis Report as required, pursuant to Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 is annexed and forms part of this report.

CORPORATE GOVERNANCE

The company has complied with all the conditions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

A separate section on Corporate Governance along with a certificate from the Auditors of the company confirming the compliance is annexed and forms part of this Report. The Board has also evolved and adopted a Code of Conduct based on the principles of Good Corporate Governance and best management practices being followed globally.

CASH FLOW ANALYSIS

In conformity with the provisions of Clause 34(2) of SEBI (LODR) Regulations, 2015, the Cash Flow Statement for the year ended on 31st March, 2023 forms an integral part of the Financial Statements.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS

There were no frauds reported by the Auditors as prescribed under sub-section (12) of Section 143 of the Companies Act, 2013 during the Financial Year under review.

DISCLOSURE IN RESPECT OF VOTING RIGHTS NOT EXERCISED DIRECTLY BY THE EMPLOYEES IN RESPECT OF SHARES TO WHICH SCHEME UNDER SECTION 67 RELATES

N.A.

COMPLIANCE WITH SECRETARIAL STANDARDS

The company is in compliance with all the applicable Secretarial Standards.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

Punjab National Bank has filed a CIRP petition vide Application Number CP(IB)Number 133/Chd/Pb/2023 against the company with Hon'ble National Company Law Tribunal, Chandigarh. Further an application for the recovery of Rs. 384.29 crore has been filed by Punjab National Bank before Debt Recovery Tribunal, Delhi and the matter is sub-judice.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR

FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

N.A.

PERSONNEL

Your Directors place on record their appreciation for the significant contribution made by all the employees, who through their competence, hard work, solidarity and co-operation, have enabled the company to withstand the impact of slowdown.

TRADE RELATIONS

The Board wishes to place on record its appreciation for the support and co-operation that the Company received from its suppliers, distributors, retailers and other associates. The Company has always looked upon them as partners in its progress and has happily shared with them rewards of growth. It will be Company's endeavor to build and nurture strong links based on mutuality, respect and co-operation with each other and consistent with customer interest.

ACKNOWLEDGEMENT

The directors wish to convey their sincere appreciation for the co-operation and excellent assistance the company has received from Central/State Government(s) and various ministries, departments of the central/state government(s), dealers and valued business associates without which it would not have been possible to achieve all round progress and growth of the Company. The Board also places on record its appreciation to all investors, banks, regulatory and government authorities, for their continued support continued trust and support. The Board also places on record its appreciation for the continuous patronage of the customers of the company.

***FOR AND ON BEHALF OF THE BOARD
FOR STURDY INDUSTRIES LIMITED***

PLACE: PARWANOO

DATE: 02/09/2023

Sd/-	Sd/-
(SHAMSHER KUMAR SHARMA)	(RAMESH GUPTA)
(DIN: 08063703)	(DIN: 00161363)
MANAGING DIRECTOR	WHOLE TIME DIRECTOR

Form AOC-2

**Disclosure of Particulars of Contracts/Arrangements entered into by the Company
(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies
(Accounts) Rules, 2014)**

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 arms length transactions under third proviso thereto:

1. There are no contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 which are not at arm's length basis.
2. Contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 which are at arm's length basis:

S. No.	Name of the related party and nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the board	Amount paid as advances if any	Date on which the special resolution was passed in the general meeting as required under the first proviso to Section 188
1.	Chemiplast Industries (Associate concern)	Sale	Transactions in normal course of business.	Sales: Rs. 2.29 Lacs	14/11/2022	N.A.	N.A.



Riya Garg & Associates

COMPANY SECRETARIES

(A Peer Reviewed Firm)

Registered office: 45/2, Near Anardana Chowk, Patiala Punjab-147001

Mobile Number: +91 90411-96150; Email Id: riyagarg1511@gmail.com

Form MR-3
Secretarial Audit Report
For The Financial Year Ended 31st March, 2023

*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]*

TO,

THE MEMBERS

STURDY INDUSTRIES LIMITED

CIN: L25209HP1989PLC009557

**PLOT NUMBER 45, SECTOR- 1, PARWANOO,
SOLAN, HIMACHAL PRADESH-173220.**

Dear Sir(s),

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. STURDY INDUSTRIES LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the M/s. STURDY INDUSTRIES LIMITED books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period ended on 31/03/2023, 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.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. STURDY INDUSTRIES LIMITED ("the Company") for the financial year ended on 31/03/2023 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the Rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;

- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; Not Applicable as company has not accepted/made any FDI, ODI or ECBs during the Financial Year under review.
- 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:
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; Not Applicable as the Company did not issue any ESOP or ESPS during the Financial Year under review.
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable as the Company did not issue any debt securities during the Financial Year under review.
 - g. 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; Not Applicable as the Company is not registered as Registrar to an Issue and Share transfer Agent during the year under review.
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; Not Applicable as the Company has not delisted its Equity shares from any Stock Exchange during the financial year under review and
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not Applicable as the Company has not bought back any of its securities during the Financial Year under review.
- VI) Based on the representation made by the company and its officers, the company has proper system and process in place for compliance under the other applicable Laws, Acts, Laws, Rules, Regulations, Guidelines and Standards as applicable to the company which are given below:

- The Environment (Protection) Act 1986
- Air (Prevention and Control of Pollution) Act, 1981
- The Water (Prevention and Control of Pollution) Act, 1974
- GST (Goods & Service Tax) Laws, Excise Laws, Sales Tax Laws
- Income Tax Act, 1961.
- Food Safety and Standards Act, 2006
- Labour Laws related to labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, Employee State Insurance etc.
- MSMED Act, 2006
- Trademark Act, 1999
- Legal Metrology Act, 2009
- The Electricity Act, 2003 and the Electricity Rules 2005
- The Factories Act, 1948
- The Payment of Bonus Act, 1965
- The Employees Provident Fund and Miscellaneous Provisions Act, 1952

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

- 1) The Institute of Company Secretaries of India has prescribed Secretarial Standards which are mandatory for the year 2022-2023.
- 2) The provisions of the Listing Agreements entered into by the Company with the Stock Exchanges.

During the period under review the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc. mentioned above subject to the following observations/note:

1. The company has not updated its website as per the requirements of Section 108 of the Companies Act, 2013 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Company Secretary of the company has resigned from the office with effect from 28th May, 2022 and since then no Whole time Company Secretary has been appointed in the company till date. Also, the stock exchange has imposed a penalty/fine of Rs. 1,06,200/- for non-appointment of Company Secretary and Compliance Officer.
3. The Audited Financial Statements for the Financial Year 2022-2023, has not been signed by the Company Secretary under the provisions of Section 134 of the Companies Act, 2013, as there is no Company Secretary in the company since 28th May, 2022.
4. The company has delayed in filing Reclassification of Promoter/ Promoter Group shareholders as Public category shareholders as per Regulation 31(a) of (SEBI (LODR) Regulations, 2015 to the stock exchange and for this Stock exchange has imposed a penalty amounting to Rs. 6,43,100/- on the company.

5. The company has delayed in submission of details of related party transactions for the half year ended 30th September, 2022 and the Stock exchange has imposed a penalty amounting to Rs. 6,51,360/-. However, said disclosure was made on 16th January, 2023 after receipt of notice from the stock exchange.
6. The promoters have not given the yearly declaration with respect to encumbrance of shares, directly or indirectly, other than those already disclosed during the financial year as specified under Regulation 31(4) of SEBI (SAST) Regulations, 2011.
7. As per Regulation 31(2) of SEBI (LODR) Regulations, 2015, the company is required to maintain the 100% shareholding of the promoters and promoters group in dematerialized form. However, the company's Promoters and Promoters group shareholding is not maintained 100% in dematerialised form and the same is not maintained on a continuous basis.
8. The company has not submitted the certificates with respect to payment of interest/ dividend/ principal obligations for non-convertible securities as specified under Regulation 57 of (SEBI (LODR) Regulations, 2015 during the Financial Year 2022-2023.
9. The company has not submitted statement of impact of audit qualification along with the financial results for the financial year ended 31st March, 2022 with the stock exchange, required under Regulation 33 of (SEBI (LODR) Regulations, 2015.
10. The company has not published the financial results in English language national daily newspaper circulating in the whole or substantially the whole of India. Whereas, the same has been published in one English language local daily newspaper required under Regulation 47 of (SEBI (LODR) Regulations, 2015.
11. The minimum promoter shareholding of the company had fallen below the limit prescribed under SEBI (ICDR) Regulations, 2018.
12. The management could not produce the requisite record required to be maintained in Structural Digital Database.
13. The company has not placed in a meeting of Board of Directors, the non-compliances identified by the SEBI or Stock Exchange(s) and Subsequent action taken by the SEBI or Stock Exchange(s) in this regards.

We further report that:

- The Board of Directors of the company is constituted with proper mix of Executive Directors, Non-Executive Directors and Independent Directors. Further, changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- 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.

- Majority decisions were carried through while the dissenting members views were captured and recorded as part of the minutes.

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

**FOR RIYA GARG & ASSOCIATES
COMPANY SECRETARIES**

UDIN: A059980E000904945

Place: PATIALA

Dated: 01.09.2023

RIYA GARG, ACS

M. NO.: 59980; CP NO.: 22677

Annexure A

TO,

THE MEMBERS,
STURDY INDUSTRIES LIMITED
CIN: L25209HP1989PLC009557
PLOT NUMBER 45, SECTOR- 1, PARWANOO,
SOLAN, Himachal Pradesh-173220

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness and the compliance by the company abiding and adherence to applicable financial and taxation laws like direct taxation and indirect taxation laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by Statutory Financial Auditor and other designated professionals
4. Wherever required, we have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**FOR RIYA GARG & ASSOCIATES
COMPANY SECRETARIES**

UDIN: A059980E000904945
Place: PATIALA
Dated: 01.09.2023

RIYA GARG, ACS
M. NO.: 59980; CP NO.: 22677

M.R. Chechi & Associates

COMPANY SECRETARIES

Mast Ram
M.A. (Eco) MIR & PM, DIR & PM.
DME, DMSM, FCS, Practicing Company Secretary

SCO 35, 1st Floor,
Sector 20-C, Chandigarh – 160020.
Contact: 94172-64876; 0172-4347638.
Email Id: mrchechi@yahoo.com

Secretarial Compliance Report of M/s. Sturdy Industries Limited for the financial year ended 31st March, 2023

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by M/s. Sturdy Industries Limited (hereinafter referred as 'the listed entity'), having its registered office at Plot Number 45, Sector 1, Parwanoo, Solan, Himachal Pradesh-173220 and Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I, Mast Ram Chechi, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. Sturdy Industries Limited (CIN: L25209HP1989PLC009557) ("the listed entity"),
- (b) the filings/submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/filing, as may be relevant, which has been relied upon to make this report, for the financial year ended 31st March, 2023 ("Review Period") in respect of compliance with the provisions of :
 - (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

Based on the above examination, I/We hereby report that, during the Review Period:

- I. (a)(**) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

S. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/Circular Number	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Appointment of Company Secretary and Compliance Officer.	Regulation 6(1) of (SEBI) (LODR) Regulations, 2015.	The Company Secretary of the company had resigned with effect from 28 th May, 2023 and the company has not appointed Company Secretary till the closure of the financial year.	Stock Exchange	Fine	The Company Secretary of the company had resigned with effect from 28 th May, 2023 and the company has not appointed Company Secretary till the closure of the financial year.	Rs. 1,06,200	The Company Secretary of the company had resigned with effect from 28 th May, 2023 and the said vacancy was required to be filled within six months from the date of resignation. However, the company has not appointed Company Secretary till the closure of the financial year.	Efforts are being made to appoint a Company Secretary. However, since the company is in losses, no suitable candidate accepts the offer of appointment.	Nil.

2.	Reclassification of Promoter/Group shareholders as Public category shareholders.	Regulation 31(a) of (SEBI) (LODR) Regulations, 2015.	Delay in submission of application for reclassification of Promoter/Group shareholders as Public category shareholders with the stock exchange.	Stock Exchange.	Fine.	Delay in submission of application for reclassification of Promoter/Group shareholders as Public category shareholders with the stock exchange.	Rs. 6,43,100	An application for reclassification of Promoter/Group shareholders as Public category shareholders was required to be made by the listed entity to the stock exchange within thirty days from the date of approval by shareholders in the general meeting. However, said application was not submitted by the company with the stock exchange within the requisite period.	Due to non-availability of funds, the fine imposed by the stock exchange could not be paid. Hence, the said application is pending for approval with the stock exchange as on closure of the financial year.	Nil.
3.	Submission of disclosures of related party transactions.	Regulation 23 of (SEBI) (LODR) Regulations, 2015.	Non-submission of details of related party transactions for the half year ended 30 th September, 2022.	Stock Exchange.	Fine.	Non-submission of details of related party transactions for the half year ended 30 th September, 2022.	Rs. 6,51,360	The disclosure of related party transactions for the half year ended 30 th September, 2022 was required to be made within 15 days from the date of publication of	Since the company had not entered into any transaction with the related party during the half year ended 30 th September, 2022,	Nil.

								financial results. However, said disclosure was made on 16 th January, 2023 after receipt of notice from the stock exchange.	therefore, the management was of opinion that the disclosure as specified under Regulation 23 of (SEBI (LODR) Regulations, 2015 was not required to be submitted. However, on advice of professionals the said disclosure was submitted by the company with the stock exchange.	
4.	Maintenance of functional website.	Regulation 46 and 62 of (SEBI (LODR) Regulations, 2015.	Non-dissemination of requisite information on the website of the company.	Nil	Not Applicable.	Non-dissemination of requisite information on the website of the company.	No fine has been imposed.	The company has not disseminated the information specified in Regulation 46 and 62 of (SEBI (LODR) Regulations, 2015 on its website.	The management is in the process of updating the requisite information on its website.	Nil.
5.	Disclosure of encumbered shares.	Regulation 31(4) of (SEBI (SAST)	Non-submission of	Nil	Not Applicable	Non-submission of	No fine has been imposed.	The promoters have not given the yearly	The management has	Nil.

		Regulations, 2011.	declaration of encumbrance of shares.			declaration of encumbrance of shares.		declaration with respect to of shares, directly or indirectly, other than those already disclosed during the financial year as specified under Regulation 31(4) of (SEBI (SAST) Regulations, 2011.	taken note of the same so that the requisite compliance can be made.	
6.	Shareholding of promoter(s) and promoter group in dematerialized form.	Regulation 31(2) of (SEBI (LODR) Regulations, 2015.	The 100% shareholding of the promoters and promoters group in not held in dematerialized form and the same is not maintained on a continuous basis.	Stock Exchange.	Notice.	The 100% shareholding of the promoters and promoters group in not held in dematerialized form and the same is not maintained on a continuous basis.	No fine has been imposed.	The 100% shareholding of the promoters and promoters group in not held in dematerialized form and the same is not maintained on a continuous basis.	The 100% shareholding of the promoters and promoters group is held and maintained in demat form. However, the shareholding of some members of the promoters group is not held in demat form since these members are Initial subscribers and presently are not active, hence no communication can be	Nil.

									made with them. The management has taken note of the same so that the requisite compliance can be made.	
7.	Certificate confirming the payment of interest/dividend/principal obligations for non-convertible securities.	Regulation 57 of (SEBI) (LODR) Regulations, 2015.	Non-submission of certificate with respect to payment of interest/dividend/principal obligations for non-convertible securities.	Nil	Not Applicable	Non-submission of certificate with respect to payment of interest/dividend/principal obligations for non-convertible securities.	No fine has been imposed.	The company has not submitted the certificates with respect to interest/dividend/principal obligations for non-convertible securities as specified under Regulation 57 of (SEBI) (LODR) Regulations, 2015.	The management has taken note of the same so that the requisite compliance can be made.	Nil.
8.	Submission and preparation of financial results.	Regulation 33 of (SEBI) (LODR) Regulations, 2015.	Non-submission of statement of impact of audit qualification with the stock exchange along with financial results for the financial year ended 31 st March,	Stock Exchange.	Notice.	Non-submission of statement of impact of audit qualification with the stock exchange along with financial results for the financial year ended 31 st March, 2022.	Nil.	Non-submission of statement of impact of audit qualification with the stock exchange along with financial results for the financial year ended 31 st March, 2022.	The company had submitted the financial results for the year ended 31 st March, 2022 within the requisite time, but inadvertently the	Nil.

			2022.						statement of impact of audit qualification could not be submitted along with the financial results. The management has ensured to be more vigilant in future.	
9.	Advertisement in Newspapers.	Regulation 47 of (SEBI) (LODR) Regulations, 2015.	The financial results of the company (both quarterly and annual) were published in one English language local daily newspaper circulating in the region where the registered office of the listed entity is situated.	Nil	Not Applicable	The financial results of the company (both quarterly and annual) were published in one English language local daily newspaper circulating in the region where the registered office of the listed entity is situated.	No fine has been imposed.	The financial results, as specified in Regulation 33, along with the opinion(s) or reservation(s), if any, were required to be published in at least one English language national daily newspaper circulating in the whole or substantially the whole of India. Whereas, the same has been published in one English language local daily newspaper.	The management has taken note of the same so that the requisite compliance can be made.	Nil.

10.	Minimum Promoter Shareholding.	SEBI (ICDR) Regulations, 2018.	Non-maintenance of minimum promoter shareholding in the company.	Nil	Not Applicable	Non-maintenance of minimum promoter shareholding in the company.	No fine has been imposed.	The minimum promoter shareholding of the company had fallen below the limit prescribed under SEBI (ICDR) Regulations, 2018.	Due to the sale of shares held under pledge by the bank the minimum promoter shareholding had fallen below the limit prescribed under SEBI (ICDR) Regulations, 2018. The management has taken note of the same so that the requisite compliance can be made.	Nil
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

S. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular Number	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Maintenance of Minutes of meeting of Board, its committees and general meeting(s) of	Companies Act, 2013 and Secretarial Standards.	The Company Secretary of the company has informed that the	Nil	Not Applicable.	The Company Secretary of the company has informed that the	Nil.	The minutes of the meeting of Board, its committees and general meeting(s) of members were	Due to the shifting of the registered office of the company and resignation of the Company	Nil.

	members.		minutes books of the meetings of Board of Directors, its committees and general meeting(s) of members held during the Financial Year were maintained. Whereas, the same were not provided for our audit and verification.			minutes books of the meetings of Board of Directors, its committees and general meeting(s) of members held during the Financial Year were maintained. Whereas, the same were not provided for our audit and verification		not provided for our audit and verification during the course of audit.	Secretary of the company, the management could not produce the requisite record on time.	
2.	Maintenance of functional website.	Regulation 46 and 62 of SEBI (LODR) Regulations, 2015.	The company has not updated its website as per the requirements of Section 108 of the Companies Act, 2013 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Nil	Not Applicable.	The company has not updated its website as per the requirements of Section 108 of the Companies Act, 2013 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Nil.	The company has not updated its website as per the requirements of Section 108 of the Companies Act, 2013 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	The management has taken note of the same and the website shall be updated on the priority basis.	Nil.

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

S. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS*
1.	Compliances with the following conditions while appointing/reappointing an auditor:		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	Not Applicable.	There was no resignation of statutory auditors during the financial year under review.
2.	Other conditions relating to resignation of statutory auditor		
	i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:	Not Applicable.	There was no resignation of statutory auditors during the financial year under review.
	a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit		

	<p>Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	Not Applicable.	There was no resignation of statutory auditors during the financial year under review.

**Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'*

III. I/we hereby report that, during the review period the compliance status of the listed entity is appended asbelow :

S. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	No	The company is not complying with some of the secretarial standards as there is no Company Secretary in the company since 28 th May, 2022.
2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI. 	No	The company has adopted the requisite policies. However, the same have not been updated from time to time.
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> ● The Listed entity is maintaining a functional website. ● Timely dissemination of the documents/information under a separate section on the website. ● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website. 	No	The company is maintaining a website, However, the same have not been updated.
4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	Nil

5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	Not Applicable	The company has no material subsidiary.
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	Nil
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	Nil
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	Nil
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Nil
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	No	The management could not produce the requisite record required to be maintained in Structural Digital Database.

11.	<p>Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).</p>	Yes	<p>The actions taken by SEBI or Stock Exchange(s) against the company are provided in separate paragraph 1(a)(**) of this report.</p>
12.	<p>Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>	No	<p>The company has not placed in a meeting of Board of Directors:</p> <ol style="list-style-type: none"> 1. The non-compliances identified by the SEBI or Stock Exchange(s); 2. Subsequent action taken by the SEBI or Stock Exchange(s) in this regards. <p>Hence, no comments/action taken by the Board on the non-compliances were informed to the Stock Exchange for dissemination.</p>

Assumptions and limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**M.R. CHECHI & ASSOCIATES
COMPANY SECRETARIES**

**PR No.: 941/2020
Place: Chandigarh
Date: 30/05/2023
UDIN: F003823E000429358.**

**MAST RAM CHECHI, FCS
COMPANY SECRETARY IN PRACTICE
M. NO.: F3823; C.P. NO.: 2906**

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO THE PROVISIONS OF SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014.**A. CONSERVATION OF ENERGY:**

a) **Steps taken for conservation:** The Company continues to give high priority to conservation of energy on an on-going basis. A few significant measures taken are:

- I) Periodical and preventive maintenance of electric equipments and ensured optimum utilization of electric energy.
- II) Phased balancing of heating and lighting load.
- III) Increase in power factor by installing capacitor at the individual machines.

b) **Steps taken for utilizing alternate sources of energy:** **N.A.**

c) **Capital investment on energy conservation equipments:**

Further energy conservation is planned through replacement of and modification of inefficient equipments and by providing automatic controls to reduce idle running of equipments.

B. TECHNOLOGY ABSORPTION:

Efforts made for technology absorption:

1. Research and Development (R & D): **N.A.**

- a) Specific areas on which R & D carried on by the Company:
- b) Benefits derived as a result of the above R & D:
- c) Future plan of action:
- d) Expenditure on R&D:

2. Technology Absorption, Adaptation and Innovation:

Efforts, in brief, made towards technology absorption, adaptation and innovation: The company is constantly engaged in in-house R&D and is in constant touch with the new technologies.

Benefits derived as a result of the above efforts: Due to continuous developmental efforts, the company has been able to produce much more complicated dials which were being imported until now.

3. i) Technology imported: **None**

ii) **Year of Import:** **N.A.**

iii) **Has technology been fully absorbed:** **N.A.**

iv) **If not absorbed, area where this has not taken place, reasons thereof and future plans of action:**
N.A.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO (Rupees in Millions) in 2022-2023:

Foreign Exchange earnings: **NIL**

Foreign Exchange outgo: **NIL**

Annexure-5
PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 134(3)(q) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

S. No.	Requirements of Rule 5(1)	Details		
(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year.	Mr. Ramesh Gupta	2.60:1	
		Mr. Ashok Kumar	-	
		Mr. Shamsher K Sharma	-	
		Mrs. Meenu	-	
(ii)	The percentage of increase in remuneration of each Director, Chief Financial Officer, Chief Executive or Manager, if any, in the Financial year;	Name	As per Payout	As per terms
		Mr. RameshGupta	N.A.	N.A.
		Mr. S.K Sharma	N.A.	N.A.
		Mr. Ashok Kumar	N.A.	N.A.
(iii)	The percentage increase in the median remuneration of employees in the financial year.	NIL		
(iv)	The number of permanent employees on the rolls of company.	55 as on 31.03.2023		
(v)	The explanation on the relationship between average increase in remuneration and company performance.	No appraisal been given during the year under review.		
(vi)	Comparison of the remuneration of the Key Managerial Personnel against the performance of the company;	Remuneration of the Key managerial personnel is In line with the performance of the company and individual.		
(vii)	Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed companies and in case of unlisted companies , the variations in the net worth of the Company as at the close of the current financial year and previous financial year.	Detail	31.03.2023	31.03.2022
		Market Capitalization	5.19 Cr.	5.60 Cr.
		Share price – BSE	0.40	0.37
		EPS	NIL	NIL
		Net Worth	(83.42) Cr.	(78.07) Cr.
(viii)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	No increase in Remuneration.		
(ix)	Comparison of each remuneration of the Key Managerial	Equal		
(x)	The parameters for any variable component of remuneration availed by the directors;	N.A.		
(xi)	The ratio of the remuneration of the highest paid director to that of the employees who are not directors	2.60:1		
(xii)	Affirmation that the remuneration is as per the remuneration policy of the company.			

CORPORATE GOVERNANCE REPORT

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The company strongly believes that good Corporate Governance is a pre-requisite for enhancing long term shareholders value and considers it be an internally driven need that does not merely need to be enforced externally. The company is committed to the principles and features of good Corporate Governance and has consistently followed high standards of Corporate Governance in all its activities and processes.

The principles and practices the company follows are imbibed in its system of working and are part and parcel of the company's policies, rules, regulations and procedures. Being a value-driven organization, the company has always worked towards building trust with shareholders, employees, customers, suppliers and other stakeholders based on principles of good corporate governance viz. integrity, equity, transparency, fairness, disclosure, accountability and commitment to values.

The company is committed to benchmark itself with the best standards of Corporate Governance, not only in form but also in spirit. This section, along with the section on 'Management Discussion and Analysis', constitute the company's compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The company follows the Corporate Governance charts as provided under Listing Agreement with the stock Exchange which sets out the norms and disclosures that have to be followed by companies in respect of governance.

II. THE BOARD OF DIRECTORS

The Board is at core of the company's Corporate Governance practices. It oversees the management and ensures the achievement of long term objectives of the company.

Your company believes that an active, independent and participative board is a prerequisite to achieve and maintain the desired level of Corporate Governance. We ensure that the Board is provided with all relevant operational information to maintain a transparent decision making process.

a) Size and Composition of Board

As on 31st March, 2023 the Board of Directors of the company has 10 (Ten) members which consist of:

- Two Executive Directors out of which one is Managing Director and other is Whole-time Director.
- Four Non-Executive Directors consisting of Two Independent Directors including one Women Director and One Professional Non-Executive Director.

The composition of the Board is in conformity with Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Independent Directors satisfy the criteria of independence as defined under the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

b) Board Meetings

Minimum four pre-scheduled Board meetings are held every year. Additional meetings are held by giving appropriate notice to address specific needs of the company.

During the Financial Year 2022-2023, the Board of Directors met ten (10) times during the year on 25.04.2022, 16.05.2022, 25.05.2022, 20.06.2022, 23.06.2022, 13.08.2022, 29.08.2022, 05.09.2022, 14.11.2022, 13.02.2023. The maximum gap between any two meetings was less than 120 days as stipulated under listing regulations as well as the Companies Act, 2013.

As mandated by Listing Regulations, none of the Directors is member of more than 10 Board level committees nor are they Chairman of more than five committees in which they are members.

Following is the attendance of Directors at the Board Meetings as well as in committee meetings held during the year 2022-2023 and the last Annual General Meeting (AGM) held on 30.09.2022 are as follows:

Name of Director	Category of Directorship	DIN	Attendance Particulars			Number of other Companies Directorships and Committee memberships/ chairmanships of the company*		
			Number of Board Meetings attended		Last AGM	Other Directorships	Committee Memberships	Committee Chairmanships
			Held	Attended				
Mr. Ramesh Gupta	ED - WTD	00161363	6	6	Yes	--	2	--
Mr. Shamsher Kumar Sharma	ED - MD	08063703	6	6	Yes	--	--	--
Mr. Ashok Kumar	NED	07374369	6	6	Yes	--	--	--
Ms. Meenu	NED	08945317	6	6	No	--	1	--
Ms. Pushpa Devi	NED - ID	08238587	6	6	No	--	3	1
Ms. Puja	NED - ID	08054543	6	6	Yes	--	3	2

*ED stands for Executive Director; WTD stands for Whole-Time Director, NED stands for Non Executive Director and ID stands for Independent Director.

Shareholding and Remuneration of Non-Executive Directors (NED):

Name of Director	Category (Rs 2/- paid up)	No. of shares held	Remuneration
Ms. Puja	ID/NED	0	Nil
Ms. Meenu	NED	0	Nil
Ms. Pushpa Devi	ID/NED	0	Nil
Mr. Ashok Kumar	NED	0	Nil

Familiarization Programme for Independent Directors

Pursuant to the Code of Conduct for Independent Directors specified under the Companies Act, 2013 and requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has framed a familiarization programme for all its Independent Directors to familiarize them on their roles, rights and responsibilities in the company.

The Familiarization programme for Independent Directors is posted on the website at www.sturdyindustries.in and the direct link to the programme is at <http://www.sturdyindustries.in/pdf/financial/Familiarization%20Programme-Independent%20Director.pdf>.

Role of Board Members:

The Board of Directors of the company directs the company by formulating and reviewing company's policies, strategies and business plans. The Board of the company provides leadership and strategic guidance to the company and exercises control over the company, while remaining at all times accountable to the shareholders.

The Board of Directors of the company is constituted in compliance with the Corporate Governance principles. As on the date of adoption of Corporate Governance Report, the Board is having five members with Ms. Puja, Chairing the Board.

The company has not entered into any materially significant transaction with its Directors/Management or relatives etc. affecting the interest of the company at large except in normal course of business.

Procedure of the Board Meetings:

The meetings of the Board are convened by giving appropriate advance notice to the members of the Board and to Stock Exchange.

The Compliance Officer of the company circulates internal notice to all the Board members and division heads asking for the suggestions/details of any matter which requires discussion or approval of the Board so that the same could be incorporated in the agenda of the Board Meeting. The date of the Board meeting is fixed taking into account convenience and availability of the Board members.

The Board of the company is presented with all the relevant information on various vital matters affecting the working of the company as well as those matters, which require deliberation at the highest level. Board members are given appropriate documents / detailed notes and information in advance of each Board and Committee Meeting. The minutes of the Committee of Board of Directors are taken as read at the meeting of Board for information of the members. The follow up actions of important agenda items of previous Board meeting are placed at the Board meeting for review of the Board.

The Compliance Officer of the company conducts the Board meetings and prepares all documents including minutes of the meeting in compliance with the provisions of the Companies Act, 2013 and other statutory enactments.

Compliance Officer

Mr. Ramesh Kumar Gupta, Wholetime Director of the company was designated as a Compliance Officer of the company with effect from 28th May, 2022 after the vacation of office of Whole time Company Secretary from the company, who can be reached at: **STURDY INDUSTRIES LIMITED, Corporate office** or at Email id: legalsturdy@gmail.com

Directors retiring by Rotation

In compliance with provisions of the Companies Act, 2013, Mrs. Meenu will be retiring by the rotation at the ensuing Annual General Meeting and being eligible, offered herself for re-appointment.

Name	:	Mrs. Meenu
Date of Birth	:	19/05/1975
Date of Appointment	:	13/11/2020
Expertise in Specific	:	Mrs. Meenu has an extensive has background and experience in finance, banking, international business relations and infrastructure development related activities of the company. She has experience in the aforesaid fields for more than 10 years. She is widely travelled person.
List of outside Directorship	:	Nil
Membership/Chairmanship of the committees of Board of Directors.	:	Nil
Number of Shares held in the company.	:	Nil

III. COMMITTEES OF THE BOARD

Currently, the Board has three committees: Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee.

1. AUDIT COMMITTEE

The scope of activities of the Audit Committee is as set out as per listing regulations with the BSE Limited read with Section 177 of the Companies Act, 2013.

The terms of reference of the Audit Committee are broadly as follows:

1. 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;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a) Matters required to be 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.
 - b) Changes, if any, in accounting policies and practices and reasons for the same
 - c) Major accounting entries involving estimates based on the exercise of judgment by management
 - d) Significant adjustments made in the financial statements arising out of audit findings
 - e) Compliance with listing and other legal requirements relating to financial statements
 - f) Disclosure of any related party transactions
 - g) Qualifications in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through and 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;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

During the Financial Year 2022-2023, 6 (Six) meetings of the Audit Committee were held on 16.05.2022, 13.08.2022, 05.09.2022, 03.10.2022, 14.11.2022 and 13.02.2023.

As on 31st March 2023, the composition of the Audit committee and attendance of the members at the meetings is as under:

S. No.	Name of Director	Category	Designation	Number of Meetings attended	
				Held	Attended
1	Ms. Puja	NED - ID	Chairperson	6	6
2	Ms. Pushpa Devi	NED - ID	Member	6	6
3	Mr. Ramesh Gupta	ED - WTD	Member	6	6

*ED stands for Executive Director; WTD stands for Wholetime Director; NED stands for Non Executive Director and ID stands for Independent Director.

All members of the Audit Committee are financially literate and possess requisite accounting or financial management expertise.

The powers, role and terms of reference of the committee are as per Listing Regulations and the committee reviews information as prescribed.

2. NOMINATION AND REMUNERATION COMMITTEE

The role of the Nomination and Remuneration committee is as set out in Part D of Schedule II of SEBI (LODR) Regulations, 2015.

Brief description of terms of reference include the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
5. Assessing and reviewing the performance of Senior/Top Management employees of the company and recommend their remuneration package as per Policy of the company after considering the employment scenario, remuneration package of the industry and remuneration package of the managerial talent of other industries.

Details of remuneration paid to the Director(s) for the financial year ended 31st March, 2023.

The company has paid remuneration to the following director(s) by way of salary, special allowance, performance linked pay and perquisites. The payment of remuneration is within the overall limit as approved by the shareholders of the company.

S. No.	Name	Salary & Allowances (Amount In Lacs)
1	Sh. Ramesh Kumar Gupta	14.00
	TOTAL	14.00

During the financial year ended on 31st March, 2023, 4 (Four) meetings of the Nomination and Remuneration Committee were held on 16.05.2022, 05.09.2022, 14.11.2022 and 13.02.2023.

As on 31st March 2023, the composition of the Nomination and Remuneration Committee is as given below:

S. No.	Name of Director	Category	Designation	Number of Meetings attended	
				Held	Attended
1	Ms. Pushpa Devi	NED- ID	Chairperson	4	4
2	Ms. Puja	NED- ID	Member	4	4
3	Ms. Meenu	NED	Member	4	4

*NED stands for Non- Executive Director and ID stands for Independent Director.

3. SHARE TRANSFER AND INVESTORS' GRIEVANCE (STIG) COMMITTEE

The STIG Committee has been formed pursuant to the listing regulations for specifically looking into redressal of shareholders and investors' complaints such as transfer of shares, non-receipt of share certificates, non-receipt of Balance sheet, non-receipt of declared dividends and to ensure expeditious transfer process.

During the Financial Year 2022-2023, 4 (Four) meetings of the committee were held on 16.05.2022, 29.08.2022, 03.10.2022 and 13.02.2023.

The details of present composition of the STIG committee and attendance of the members at the meetings are as under:

S. No.	Name of Director	Category	Designation	Number of Meetings attended	
				Held	Attended
1	Ms. Puja	NED - ID	Chairperson	4	4
2	Ms. Pushpa Devi	NED - ID	Member	4	4
3	Mr. Ramesh Gupta	ED - WTD	Member	4	4

*ED stands for Executive Director; WTD stands for Wholetime Director, NED stands for Non- Executive Director and ID stands for Independent Director.

All complaints received from the shareholders were resolved to their satisfaction.

IV. SHAREHOLDERS INFORMATION

General Body Meetings

Particulars of General Meetings held in last three years:

AGM/EGM	Year	Venue	Day & Date	Time	Number of Special Resolution passed
33 rd AGM	2021-2022	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").	Friday, the 30 th day of September, 2022.	11:00 A.M.	5
32 nd AGM	2020-2021	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").	Wednesday, the 22 nd day of September, 2021.	11.00 A.M.	6
31 st AGM	2019-2020	Through Video Conferencing ("VC") / Other Audio Visual	Wednesday, the 30 th day of September, 2020.	11.00 A.M.	2

(Annual Report 2022-23)

		Means ("OAVM").			
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V. DISCLOSURES:

Related Party Transactions

During the year, there were no materially significant transactions with related parties that may have potential conflict with the interests of the company in large. The transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in the Balance Sheet (See Note 10 to the Notes of Accounts of financial statements in the Annual Report). Also, there has not been any non-compliance done by the company in this regard.

The Policy on dealing with Related Party Transactions as approved by the Board is posted on the company Website at www.sturdyindustries.in and direct link to the policy is at <http://www.sturdyindustries.in/pdf/financial/Related%20Party%20policy.pdf>.

No penalties or strictures were imposed by the Stock Exchange, SEBI or any other Statutory Authority on any matter related to Capital Markets during the last three years.

The company follows Accounting Standards issued by the Institute of Chartered Accountants of India in the preparation of financial statements and the company has not adopted a treatment different from that prescribed in the Accounting Standards or revised relevant schedule of the Companies Act, 2013 read with rules made there under.

The company has not adopted any non-mandatory requirements. The company has adopted Vigil Mechanism/ Whistle Blower Policy. However, the Stock exchange has imposed a penalty amounting to Rs. 6,51,360/- for delay submission of details of related party transactions for the half year ended 30th September, 2022.

The Management affirms that no person has been denied access to the Audit Committee. All details relating to financial and commercial transactions where Directors may have pecuniary interest are provided to the Board and the interested Directors neither participate in the discussion, nor do they vote on such matters. In matters other than those with pecuniary interests, the Directors are considered to be interested to the extent of their shareholding in the company and following was the status of their shareholding as on 31st March, 2023:

S. No.	Name of the Director	Number of Shares held (As on 31 st March, 2023)
1.	Sh. Ramesh Kumar Gupta	1,98,600
2.	Sh. Shamsheer Kumar Sharma	Nil
3.	Sh. Ashok Kumar	Nil
4.	Smt. Puja	Nil
5.	Smt. Pushpa Devi	Nil
6.	Smt. Meenu	Nil

Risk Management

The company periodically identifies, assesses and monitors risks associated with project implementation, foreign exchange fluctuation, processes and systems, statutory compliances, HR policies etc. The Internal Auditor conducts periodical audits and reports to the Audit Committee at its meetings on the adequacy of the procedures.

Details of use of proceeds from Public/Rights Issue

During the year, the company did not raise any money through public issue, right issues or preferential issues and there was no unspent money raised through such issues.

Details of Directors appointed/re-appointed

The details of Directors being appointed/re-appointed, have been disclosed in the Notice and explanatory statement attached thereto for the AGM, i.e. a brief resume, nature of expertise in specific functional areas, names of directorships and committee memberships and their shareholding in the company.

Code of Conduct

The company has adopted a code of conduct for the members of the Board and for every employee of the company in compliance with the provisions of Listing Regulations. Commitment to ethical professional conduct is a must for every employee, including Board members and senior management. The code is intended to serve as a basis of ethical decision making in conduct of professional work. The code of conduct enjoins that each individual must know and respect existing laws, accept and provide appropriate professional views and be upright in his conduct and observe corporate discipline. All Board members and senior Management personnel affirm compliance with the code of conduct annually. The Code of conduct has been posted on the website of the company at www.sturdyindustries.in and direct link to the code of conduct is at <http://www.sturdyindustries.in/pdf/financial/Code%20of%20Conduct%20for%20Directors%20and%20employees.pdf>.

A declaration signed by the Managing Director (MD) to this effect is given below:

“I hereby confirm that, the company has obtained from all the members of the Board and Senior Management, affirmation that they have complied with the Code of Conduct for Directors and Senior Management in respect of the financial year 2022-2023.”

Place: Parwanoo
Date: 02.09.2023

Sd/-
(Shamsher Kumar Sharma)
Managing Director

Details of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI, or any other statutory authority on any matter related to capital markets, during the year.

During the financial year under review following penalties and strictures was imposed on the company by Stock Exchange or SEBI or any other statutory authority:

1. The stock exchange has imposed a fine of Rs. 1,06,200/- for non- appointment of Company Secretary in the company.
2. The stock exchange has imposed a fine of Rs. 6,43,100/- for Delay in submission of application for reclassification of Promoter/ Promoter Group shareholders as Public category shareholders with the stock exchange.
3. The stock exchange has imposed a penalty amounting to Rs. 6,51,360/- for delay submission of details of related party transactions for the half year ended 30th September, 2022.

MANAGEMENT

The management discussion and analysis report giving an overview of the Industry, company's Business and its financials is provided separately as a part of this Annual Report.

INSIDER TRADING

Pursuant to Securities and Exchange Board of India [Prohibition of Insider Trading] Regulations, 2015 the company has prescribed a Code of Conduct for Prevention of Insider Trading and a Code of Corporate Disclosure Practices.

The code lays down guidelines and procedures to be followed and disclosures to be made while dealing with securities of the company. Under this code, Directors including Insiders (i.e. Designated Employees) are prevented from dealing in the company's shares. To deal in Securities beyond specified limits, permission of Compliance Officer is required. All Designated Employees are also required to disclose related information as defined in the Code. The purpose of the code is also to guide company's transaction and dissemination of price sensitive information to outside agencies and to ensure timely and adequate disclosures thereof to regulatory authorities on a continuous basis.

SUBSIDIARY COMPANIES

The company does not have any subsidiary company.

VI. MEANS OF COMMUNICATION

Apart from furnishing the copies of the Unaudited Quarterly, Half yearly and Audited Results to all the stock exchanges where the shares of the company are listed, the company publishes the result in newspapers. The financial results of the company and other information pertaining to the company is available on the company's website i.e. <http://www.sturdyindustries.in/>. The company's website contains a separate dedicated section Investor's where shareholders information, annual report and other policies and programmes are available in downloadable form.

VII. GENERAL SHAREHOLDERS' INFORMATION

Annual General Meeting proposed to be Held

Day, Date and Time : Wednesday, the 27th day of September, 2023 at 1:00 P.M.
Venue : Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")
Financial year : 1st April 2022 to 31st March 2023.

Financial Calendar 2022-2023 (Tentative)

Results for the quarter ended 30 th June, 2023	: By 14 th August, 2023
Results for the quarter ended 30 th September, 2023	: By 14 th November, 2023
Results for the quarter ended 31 th December, 2023	: By 14 th February, 2023
Results for the quarter ended 31 st March, 2024	: By 30 th May, 2024

Book Closure Dates: Thursday, 21st September 2023 to Wednesday, 27th September 2023 (Both days inclusive).

Listing on Stock Exchange

Bombay Stock Exchange Limited, Mumbai.

Registrar and Share Transfer Agents

Skyline Financial Services Private Limited,
D-153 A, Okhla Industrial Area,
Phase-1, New Delhi- 110020
E-mail: admin@skylinerta.com

Share Transfer System

Applications for transfer of shares held in the physical form are received at the Corporate Office of the company at 55-57, Industrial Area, Sector I, Parwanoo, Himachal Pradesh. All valid transfers are processed and brought into effect within a period of 15 days from the date of receipt.

Shares held in the dematerialized form are electronically traded in the Depository and the Registrar and Transfer agents of the company periodically receive from the Depository the beneficiary holdings so as to enable them to update their records and to send all corporate communications, dividend warrants, etc.

The company had made agreements with both depositories i.e., CDSL and NSDL. Now, the shareholders of the company can dematerialize their shares with CDSL and NSDL. Physical shares received for dematerialization are processed and completed within a period of 15 days from the date of receipt, provided they are in order in every respect. Bad deliveries are immediately returned to Depository Participants under the advice to the shareholders.

Dematerialization of shares and liquidity

The Equity Shares of the company have been admitted by both depositories namely, NSDL and CDSL.

BSE Scrip ID 530611

DEMAT - ISIN Equity Share: INE134F01026

As on 31st March, 2023, 12,97,13,444 equity shares representing 85.75% of the company's total paid upcapital have been dematerialized.

STOCK DATA

The table below gives the monthly high and low prices and volumes of trading of Equity Shares of the company at Bombay Stock Exchange Limited (BSE) for the year 2022-2023. (Face Value Rs. 2/- per share).

BOMBAY STOCK EXCHANGE			
Month & Year	High	Low	Volume (Number of Trades)
April, 2022	0.63	0.38	881
May, 2022	0.59	0.50	56
June, 2022	0.38	0.54	172
July, 2022	1.21	0.56	1,763
August, 2022	2.20	1.27	22,153
September, 2022	1.80	0.88	33,035
October, 2022	1.25	0.91	14,735
November, 2022	1.07	0.77	14,366
December, 2022	0.97	0.49	19,445
January, 2023	0.69	0.51	17,097
February, 2023	0.57	0.39	11,409
March, 2023	0.45	0.36	8,261

Distribution of shareholding as at 31.03.2023:

Distribution of shareholding of the equity shares of the company by size and ownership class as on 31.03.2023 is as under:

(a) Shareholding pattern by size:

Shares holding Nominal Value of (Rs.)	Number of Shareholders	% to Total Numbers	Share holding Amount (Rs.)	% to Total Amount
1	2	3	4	5
Up To 5,000	24808	81.61	24343714.00	8.05
5001 To 10,000	2452	8.07	19397796.00	6.41

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10001 To 20,000	1345	4.42	20868408.00	6.90
20001 To 30,000	631	2.08	15741504.00	5.20
30001 To 40,000	299	0.98	11031756.00	3.65
40001 To 50,000	148	0.49	6768350.00	2.24
50001 To 1,00,000	320	1.05	23304524.00	7.70
1,00,000 and Above	394	1.30	181051336.00	59.85
Total	30397	100%	302507388.00	100%

(b) Shareholding Pattern by ownership:

Category	Number of Shares held	Voting Strength (%)
Promoters Holding	1,82,82,910	12.09
Non-Promoter Holding	13,29,70,784	87.91

Registered Office and Plant Locations

- I) 21, Industrial Area, Baddi, District Solan, Himachal Pradesh.
- II) Village Saidpura, Derabassi, Punjab.
- III) Village Bhatoli Khurd, Baddi, Himachal Pradesh.
- IV) 36-37, Industrial Area, Sector-1, Parwanoo, Himachal Pradesh.
- V) 44-45, Industrial Area, Sector-1, Parwanoo, Himachal Pradesh.
- VI) Industrial Growth Centre, Chatabari, Chaygaon, District Kamrup, Assam.
- VII) Behind Plot 21, HPSIDC-Village Judikalan, Near IOC Bottling Plant, Tehsil Nalagarh, District Solan, Himachal Pradesh-173205.

Address for Correspondences

55-57, Industrial Area, Sector I, Parwanoo, District Solan, Himachal Pradesh-173220.

Adoption of Non-Mandatory Requirements:

The company is taking steps to comply with the non-mandatory requirements. The Board wishes to ensure that the non-mandatory disclosures requirements would be complied in the near future.

**FOR & ON BEHALF OF THE BOARD
STURDY INDUSTRIES LIMITED**

PLACE: Parwanoo
DATE: 02.09.2023

Sd/-
(SHAMSHER KUMAR SHARMA)
(DIN: 08063703)
MANAGING DIRECTOR

Sd/-
(RAMESH GUPTA)
(DIN: 00161363)
WHOLE TIME DIRECTOR

Certificate of Compliance with the Code of Business Conduct

To,

The Members,
Sturdy Industries Limited

Sturdy Industries Limited has in place a Code of Business Conduct (the “Code”) for its Board of Directors, Senior Management Personnel and other employees of the Company. I report that the Board of Directors have received affirmation on compliance with the Code from the members of the Board and Senior Management of the Company for the year under review.

By order of the Board
For STURDY INDUSTRIES LIMITED

Sd/-
RAMESH GUPTA
WHOLE TIME DIRECTOR (DIN: 00161363)
HOUSE NUMBER 11-12, SECTOR 1,
PARWANOO, HIMACHAL PRADESH- 173205.

PLACE: PARWANOO
DATE: 02/09/2023

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE
UDIN: 23091673BGVJK5470

To

The Members of
Sturdy Industries Limited,

We have examined the compliance of conditions of Corporate Governance by STURDY INDUSTRIES LIMITED for the year ended on 31st March, 2023 as stipulated in the listing regulations of the SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof adopted by the company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statement of the company.

On the basis of our review of the relevant records and documents maintained by the company and furnished to us for review and the information and explanation given to us by the company we certify that the company complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

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

For K SINGH & ASSOCIATES
CHARTERED ACCCOUNTANTS
FRN: 012458N

Sd/-
(CA KULTAR SINGH)
FCA, PARTNER

PLACE: CHANDIGARH
DATE: 30.05.2023

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The report on Management Discussion and Analysis is akin to the company's performance in the current economic and industry scenario. The report also details the threats perceived and the opportunities available to the company.

I. INDUSTRY STRUCTURE AND DEVELOPMENT:

Sturdy Industries Limited was incorporated in 1989. The company is involved in business of Aluminum Conductor, Pipes and fitting, Irrigation System, ACC & ACP Sheets and Trading in Polymers & Aluminum etc. Our business interest comprises Irrigation Systems - Drip and Sprinkler Irrigation, Power generation products- Aluminum Conductors, cables, wire rods, I.T. Infrastructure products - HDPE PLB Ducts. The company has successfully sailed through the turbulent waters of overall economic recession and today the company is a leading manufacturer of specialized irrigation system and aluminium conductors in India. The company's product portfolio is increasing. The company has already ventured into the Power Sector and the Management is working on the same so that the ambit of the company widens and the company can grow steadfast in the new areas. The core competence of the company remains to add on activities which are the need of the hour and be a leader in the Industry.

During the financial year under review, the company has achieved turnover of Rs. 360.23 Lakhs as compared to previous year's turnover of Rs. 2041.72 Lakhs. The turnover of the company has fallen substantially. The financial expenses of the company have also proportionally decreased to Rs. 1183.77 Lakhs. The company has incurred a loss of Rs. 410.82 Lakhs (after tax and other comprehensive income) during the financial year under review. The company has met the standards set by the Management and the Management is committed to scale new heights and peaks in the times to come. The company further strengthened and is able to compete in original sector with large players. The driving force behind the company's success is the able guidance and experience of Mr. Shamsheer Kumar Sharma and Mr. Ramesh Gupta. The management's vision to be a Leader in the Industry is being achieved and the commitment to achieve this is unmatched.

II. OPPORTUNITIES AND THREATS:

Opportunities and risks go side by side in the business and one cannot have only opportunities and no risks. The major risk that is perceived is low quality products being manufactured at lower cost and thrown into the market by the competitors. The company's initiatives in this direction help the company to perceive risks and be ready to counter them. The company is expanding its manufacturing capacity for the domestic and the export markets. The company has to sustain its growth, retain its leadership and for that no stone is left unturned. Consistent efforts are put in to cover the risks in the business. Pricing and procurement risks are reduced through integrated management efforts and plans. The key competitive strengths of the company are:

1. Strong brand name in the Industry.
2. Increasing product base.
3. Cost competitiveness.
4. Venturing into expansion and reaching new horizons.
5. Diverse revenue streams.

(Annual Report 2022-23)

III. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE SEGMENT-WISE/PRODUCT-WISE PERFORMANCE

A) PRIMARY SEGMENT

The company's primary segment includes Aluminum Conductor, Pipes and fitting, Irrigation System, ACC and ACP Sheets and Trading in Polymers and Aluminum etc.

The details of primary segment information and revenue for the Financial Year ended 31st March, 2023 areas follows:

(Rs. In Lakhs)						
S. No.	Description	(Manufacturing) Plastic Pipes & Irrigations	(Manufacturing) Aluminum Divisions	Trading	Others	Total
1.	Sales	145.05	194.33	-	20.84	360.23
2.	Total Revenue	145.05	194.33	-	20.84	360.23
3.	Segment Result	-	-	-	-	-
4.	Interest	-	-	-	-	00.21
5.	Profit/Loss before Tax	-	-	-	-	-823.54
6.	Extraordinary Items	-	-	-	-	210.21
7.	Provision for Current Tax/ Deferred Tax	-	-	-	-	-
8.	Profit/Loss from continuing operations	-	-	-	-	-613.33
9.	Segment Assets	-	-	-	-	12389.81
10.	Segment Liabilities	-	-	-	-	12389.81
10.	Capital Expenditure	-	-	-	-	-
12.	Depreciation	0.70	250.36	-	-	251.06

B) SECONDARY SEGMENT

The company caters all over the country.

IV. OUTLOOK

The key products of the company are as follows:

- Micro Irrigation Systems, sprinkler and drip irrigation systems and HDPE, PVC and LLDPE pipes. The SWATI brand of the company's products have made a mark for itself in the Industry
- Metallic/colored Aluminum composite panels and sheets with SUNBOND brand name is well accepted in the market.
- Power transmission and distribution infrastructure comprising Aluminium conductors, cables and aluminium wires.
- The new line being added to the company's product portfolio is venturing into the Power Sector i.e. by setting up of EPC division.

EXPORTS

The company's initiatives in this direction are expected to bear fruits in the coming times as with the appointment of Distributors abroad the company has been able to make its name in the Foreign Market. The management is exploring new ways and means to venture into the other parts of the world and the talks and negotiations are on for the export of different products under the ambit of the company. The company has been exporting its products to UAE, Mauritius, Spain, Africa, Switzerland, Bulgaria, among others.

V. RISKS AND CONCERNS

Risk means uncertainties about events and their outcomes that could have a material impact on the performance and projections of the company. Since risk is inherent in every business, it is the company's responsibility is to minimize its incidence in order to protect and enhance shareholder value.

Our framework for combating risks recognizes that risks may be divided into two broad categories - risks that are common and relevant for most business in general and risks that are more specifically applicable to the company and business in particular. The Risk Management Policy at STURDY INDUSTRIES LIMITED inter-alia provides for Risk identification, assessment, and reporting and mitigation procedure. The Policy is continuously updated and adopted to the changing environment in which the company operates.

Risks of General Nature

Risks relating to the general macroeconomic environment of the company include risks associated with political and legal changes, changes in tax structures, and commercial rules and laws. The company keeps a proactive track to anticipate such changes and mitigate associated risks to the extent possible.

Risks related to man-made and natural disasters such as explosions, earthquakes, storms as well as civil disturbances are handled by following best practices in the design of structures and "safety first" as a guiding principle while designing technical and business processes duly supplemented with requisite insurance coverage.

The third set of general risks relates to risks from market led changes. These include risks associated with sudden fall in GDP and growth rates, overall market condition in India and abroad, or sudden changes in market preferences. The mitigation of these risks is achieved by a cost-effective and flexible working structure which would allow the company to scale up or scale down working in affected areas in accordance with the changes.

Specific Risks

We have identified the some specific risks that need more detailed attention in the present circumstances and business of the Company. The Company is structurally focusing on increasing the revenue from other manufacturing business streams and strategically enhancing the growth of these segments, which will help is off-setting the over dependence on the watch segment.

Risk related to Personnel

Our business is increasingly dependent on the skills and competencies of our employees and management team. The general war for talent in our growing economy has created a risk related to the retention of key personnel both in manufacturing and retail sector. This risk is mitigated through effective HR policies relating to recruitment and retention and a proactive remuneration and rewards policy that is periodically reviewed at the highest management level.

VI. INTERNAL CONTROL SYSTEM

A strong internal control culture is an important focus and thrust area in the company. The company has comprehensive internal systems, controls and policies for all the major processes to ensure the reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedures, laws and regulations, safeguarding of assets and economical and efficient use of resources. The formalized systems of control facilitate effective compliance as per Listing Agreement/ SEBI (LODR) Regulations, 2015. The company also has well documented Standard Operating Procedures (SOPs) for various processes which are periodically reviewed for changes warranted due to business needs. The company has clearly defined roles and responsibilities for all managerial positions and all operating parameters are monitored and controlled. The company has a sound internal control system for financial reporting for various transactions, efficiency of operations and compliance with relevant laws and regulations. Suitable delegation of power and also the guidelines for preparation of accounts have been issued for uniform compliances. The company has established a separate internal Control department to exercise the various controls and see check that all the organization's departments function properly. The internal control department reviews the effectiveness and efficiency of these systems to ensure that all assets are protected against loss and that the financial and operational information is complete and accurate. The scope and authority of the Internal Audit activity are well defined in the Internal Audit scope and guidelines, approved by the Audit Committee. Internal Auditors develops a risk based annual audit plan with inputs from major stake holders and the major focus areas as per previous audit reports.

VII. HUMAN RESOURCE AND INDUSTRIAL RELATIONS

The company believes that the quality of its employees is the key to its success in the long run and is committed to provide necessary human resource development and training opportunities to equip them with skill, enabling them to adapt to contemporary technological advancements. We lay special emphasis to the human resources function and believe that our opportunities and competitive compensation policy help us in attracting and retaining our personnel. We have an elaborate performance system in place comprising goal setting and periodic reviews (including confirmation and annual reviews). The review sessions impress upon several aspects of the professional's careers such as career and competency, individual preferences and organizational needs. Our compensation package has a fixed component in line with the industry standards and a variable component linked to the corporate and individual performance.

VIII. CORPORATE IMAGE BUILDING

The company continued with the corporate image building initiatives in 2022-2023 with focus on the Customer contact programs. Emotional Connect initiatives such as performing Puja during the delivery of goods and customer meets were organized. This along with well-planned media relations activities made sure company's growth story was present in the mass media throughout the year. The company explored branding and communications with a view to explore both, external and internal communications to best effect. Our credit screens and processes are aligned to deliver superior customer service to our target customers who are largely first time buyers and small customers in deeper reaches of rural and semi urban India. On the other hand our captive team focuses on converting our existing customers into lifelong customers. The company continues to invest time and money in further refining sales processes and systematic measurement of process metrics, aimed at improving efficiency and customer satisfaction. Significant investments in branch network and sales force automation will hold the key to winning customers in an ever increasing competitive environment.

IX. FUTURE PROSPECTS

Considering the overall business conditions, the company is confident about its future prospects. The Directors are striving hard to bring better symmetries of proper utilization of resources and to accomplish the basic goals with an overall objective of customer satisfaction. The low manufacturing cost of our products is our basic strength and the company offers the good quality products to its customers at an acceptable price. The ever rising raw material cost is a growing concern to all. Aluminum, plastic and energy costs have recorded historical high prices and with energy crisis the company expects the raw material costs and bank rate of interest to remain high. The company will continue to strike for correct selling price in order to maintain an acceptable profit margin. Management believes that with the ongoing efforts to control overall cost, improve plant efficiency and create the right mix of products, the company will emerge as the most successful company in India.

X. CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the company's Structure, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable 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 economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the company operates/ would operate, changes in the Government regulations, tax laws and other statutes and other incidental factors.

FOR & ON BEHALF OF THE BOARD

DATE: 02.09.2023
PLACE: PARWANOO

Sd/-	Sd/-
(SHAMSHER KUMAR SHARMA)	(RAMESH GUPTA)
(MANAGING DIRECTOR)	s(WHOLE TIME
DIRECTOR)(DIN: 08063703)	(DIN: 00161363)

INDEPENDENT AUDITORS' REPORT
UDIN: 23091673BGVJKV5470

To the Members of
 Sturdy Industries Limited.

Report on the Audit of the **standalone** Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **STURDY INDUSTRIES LIMITED** (“the Company”), which comprise the standalone balance sheet as at March 31, 2023, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and its loss, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. The following matters were identified as key audit matters in our audit.

Key Audit Matter	How our report addressed the Key audit matter.
1. Evaluation of Uncertain tax positions The Company is having tax jurisdiction	Our audit procedure include the following substantive procedures;-

(Annual Report 2022-23)

<p>in Himachal Pradesh region and is subject to periodic challenges by the local tax authorities on the rage of tax matters during the normal course of business. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having impact on related accounting and disclosures in the standalone financial statements.</p> <p>Refer Para 7 (b) of CARO.</p>	<ul style="list-style-type: none"> ➤ Obtained understanding of key uncertain tax positions; and ➤ We along with company tax experts:- <ul style="list-style-type: none"> a) Read and analyzed select key correspondences, consultation by the management with the external tax professionals working on key uncertain tax positions. b) Discussed with the appropriate senior management and evaluated management’s underlying key assumptions in estimating the tax provisions if any to be made; and c) Assessed management’s estimate of the possible outcome of the disputed cases;
<p>2. Related Party Transactions</p> <p>During the year, the company made sales and purchases with Related party. Determination of transaction price for such related party transaction in the normal course of business is Key audit matter considering the significance of transaction value and significant judgments involved in determining the transaction value.</p>	<p>How our audit addressed the Key audit Matter.</p> <ul style="list-style-type: none"> ➤ Our Audit procedure included the considering the compliance with various requirement for entering in such related party transaction ➤ We performed test of control over related party transaction through inspection of evidence of performance of these controls. <p>We have assessed the disclosures in accordance with Ind AS-24”Related Party Disclosures”.</p>
<p><u>Going Concern Assessment</u></p> <p>As per the equity and reserves of the financial statements which indicates that the company has accumulated losses and its net worth has been fully eroded, the company has also incurred a net loss and also net cash loss during the current year and previous years, and the company is also not able to pay interest on long term borrowing nor is able to recover long term advances given by the company and unable to recover the debtors in the current and last financial year. These conditions, along with other matters set forth in note 4 & 6 indicate the existence of a material uncertainty that may cast significant doubt about the company’s</p>	<p>Our audit procedures were focused on obtaining sufficient audit evidence that are going concern assessment made by the Company is not materially misstated .These procedures included, but were not limited to, the following:</p> <p>We analyzed management’s report to gain an understanding of the inputs and process underpinning the cash flow model prepared for the purpose of the going concern assessment.</p> <p>We reviewed the operating performance of the Company to evaluate whether or not they are actually generating positive EBIDTA.</p> <p>We assessed the possible mitigating actions identified by management in the event that actual cash flows are below forecast.</p>

ability to continue as a going concern. However, the financial statements of the company have been prepared on a going concern basis .

The availability of sufficient funding and the testing of whether the company will be able to continue meeting its obligations under the financing covenants are important for the going concern assumption and as such are significant aspects of our audit. This test or assessment is largely based on the expectations of and the estimates made by the management. The expectation and estimates can be influenced by the subjective elements such as future cash flows, forecasted results and margin from the operations. Estimates are based on assumptions, including expectations regarding future developments in the economy and the market.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and 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) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the 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 the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes

public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirement's

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind As) specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies(Accounts) Rules,2014;
 - e) The matters described in the key audit matter paragraph above, in our opinion, can adversely affect the functioning of the company.
 - f) On the basis of written representations received from the directors as on March 31, 2023, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of section 164(2) of the Companies Act, 2013.
 - g) The key audit matters/reservations connected with the maintenance of accounts are as stated in paragraph above.
 - h) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such control, refer to our separate report in Annexure "B" and
 - i) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of Companies (Audit and Auditors)Rules, 2014 in our opinion and to the best of our information and according to explanations given to us:
 - i. The Company has not disclosed the impact of pending litigations in its financial statements however the same has been considered as contingent liability.
 - ii. The company did not have any long term contracts including derivative contracts for which there were any

material foreseeable losses.

iii. There no amounts which required to be transferred, to the Investor Education and Protection Fund by the company.

**FOR K SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 012458N**

**PLACE: Chandigarh
DATED: 30/05/2023**

**Sd/-
Kultar Singh
Partner
Membership No.: 091673
UDIN: 23091673BGVJKV5470**

ANNEXURE – A TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of evendate)

(i) (a) i. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets;

ii. The Company has maintained proper records showing full particulars of intangible Asset

(b) The Company has a program of verification to cover all items of property, plant and equipment in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. Pursuant to the programme, a portion of the property, plant and equipment have been physically verified by the management during the year and no material discrepancies have been noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties and/or lease agreements where immovable properties are taken on lease are held in the name of the Company.

(d) The company has not revalued its Property, Plant and Equipment (including right of use assets) or intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31st March 2023 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company the Management has conducted physical verification of the inventories at reasonable intervals. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed during such verifications.

(b) The Company has been sanctioned working capital limits in excess of Rs Five crores in aggregate from a bank on the basis of security of the current assets. Since the Account has been declare NPA by the Bank no quarterly returns and stock statements are being submitted by the company to the bank .

(iii) The Company has not made any investments in other companies, provided any guarantee or security nor granted any secured or unsecured loans to companies, firms, LLP or any other parties henceforth clause (a) to (f) are not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has not advanced any loans, made investments, guarantees and security to the parties covered under

section 185 and 186 of the companies Act.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public as per the provisions of section 73 to 76 or any other relevant provisions of the Act and the Rules framed there under to the extent notified.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government of India for the maintenance of cost records under section 148(1) of the Act and we are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete. The last cost audit of the company was conducted upto 31/03/2021.

(vii) (a) According to the information and explanations given to us and based on the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Excise Duty, Custom Duty, Goods and Service Tax, Cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) According to the information and explanations given to us and based on the records of the Company examined by us, the particulars of dues of Income Tax, Service Tax, Sales Tax, Excise Duty, Custom Duty, Value Added Tax, Goods and Service Tax, Cess and other statutory dues as at 31st March 2023 which have not been deposited on accounts of disputes are as follows:

Name of the Statute (Nature of Dues)	From where Dispute is pending	Period to which the amount relates	Amount Involved (Rs in Lacs)
Central Excise Act	Tribunal	2004-05 to 2013-14	208.28
CIT(Appeal)	NFAC Delhi	2017-18	679.85
Sales Tax(H.P)	Solan	2012-13	46.97
Sales (U.P)	Saharanpur	2007-08 to 2014-15	83.14

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has defaulted in repayment of loans or borrowings to the bank and the account is NPA with PNB and Indian Bank (Earlier Allahabad Bank) The company has outstanding dues amounting to Rs 18460.55 Lacs to financial institution as at the balance sheet date.

- (b) The Company has not been declared wilful defaulter by any bank or financial institution or other lender
- (c) No term loans was obtained during the year by the Company .
- (d) No funds for the short term were raised during the year by the Company.
- (e) The Company does not have subsidiaries, associates or joint ventures. Hence the reporting requirements of paragraph 3(ix)(e) of the Order are not applicable.
- (f) The reporting requirements of paragraph 3(ix)(f) of the Order are not applicable as the Company does not have subsidiaries, associates or joint ventures.
- (x) (a) In our opinion, and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xi) (a) No material fraud on or by the Company has been noticed or reported during the year nor have we been informed of any such case by the Management.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report
- (c) As represented by the management, there are no whistle blower complaints received by the company during the year.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, reporting as per paragraph 3 para(xii) of the Order is not required.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.
- (xiv) The Company has not an internal audit system commensurate with the size of the company hence no internal audit reports are available for our comments.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with its directors or persons connected with them. Accordingly, reporting as per paragraph 3(xv) of the Order is not required.

(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 requirement of paragraph 3(xvi) (a), (b) and (c) of the Order are not applicable to the Company.

(xvii) The Company has incurred cash losses of Rs 381.68 Lacs in the financial year and Rs. 599.07 Lacs in the immediately preceding financial year

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, it has come to our attention, which causes us to believe that material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) There no ongoing projects relating to CSR hence no unspent amounts towards such requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Further the company has not undertaken any ongoing project as a part of CSR Accordingly, reporting under clause 3(xx)(a) and (b) of the Order are not applicable for the year.

(xxi) The company has no subsidiary hence no consolidation of financial statements and therefore this para is not applicable.

**FOR K SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 012458N**

**Sd/-
Kultar Singh
Partner
Membership No.: 091673
UDIN: 23091673BGVJKV5470**

**PLACE: Chandigarh
DATED: 30/05/2023**

Annexure - B to the Auditors' Report**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

We have audited the internal financial controls over financial reporting of Sturdy Industries Limited ("the Company") as of 31st March, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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 Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our

audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 31st March, 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 K SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 012458N**

**Sd/-
Kultar Singh
Partner
Membership No.: 091673
UDIN: 23091673BGVJKV5470**

**PLACE: Chandigarh
DATED: 30/05/2023**

STURDY INDUSTRIES LIMITED-BADDI H.P.

 (All Amount in INR Lakhs, unless
Otherwise stated)

CIN: L25209HP1989PLC009557
Balance Sheet as at 31st March, 2023

Assets	Notes	31-Mar-2023	31-Mar-2022	31-Mar-2021
Non-Current Assets				
(a) Property, Plant and Equipment and Intangible asset	2	2848.53	3,300.10	4,428.69
(b) Intangible Asset	2	164.22	164.22	164.22
(c) Other intangible Assets		76.40	76.40	76.40
(f) Financial Assets			-	-
(i) Investment	3	31.07	31.07	31.07
(ii) Other financial Assets	4	1,780.79	1,911.62	2,286.41
Total Non-Current Assets		4,901.00	5,483.41	6,986.78
Current Assets				
(a) Inventories	5	35.41	315.12	441.21
(b) Financial Assets			-	-
(i) Investment			-	-
(ii) Trade receivable	6	2,982.68	3,174.61	3,888.67
(iii) Cash and Cash equivalents	7	19.83	45.23	35.59
(iv) Bank balances other than (iii) above	8	12.87	215.83	692.85
(vi) Other financial Assets	9	8.85	79.88	214.20
(c) Other current Assets	10		-	-
Deferred Tax Asset	11	4,429.20	4,238.26	3,393.60
Total Current assets		7,488.84	8,068.93	8,666.12
Total Assets		12,389.85	13,552.34	15,652.90

 Significant Accounting Policies &
Notes to Financial Statements

1-28
AUDITOR' REPORT

 As per our separate report of even date
Annexed hereto

 For K. SINGH & ASSOCIATES.
CHARTEREDACCOUNTANTS,
Firm Registration Number: 012458N
**On behalf of the Board of Directors
For STURDY INDUSTRIES LIMITED**

 Sd/-
Kultar Singh
P A R T N E R
Membership No.: 091673
Dated: 30/05/2023
Place: CHANDIGARH

 Sd/-
(Shamsher Kr Sharma)
DIRECTOR
DIN: 08063703

 Sd/-
(Ramesh Gupta)
DIRECTOR
DIN: 0161363

 Sd/-
(Ashok Kumar)
DIRECTOR CUM CFO
DIN: 07374369

STURDY INDUSTRIES LIMITED-BADDI H.P.
CIN: L25209HP1989PLC009557
Balance Sheet as at 31st March, 2023

EQUITIES AND LIABILITIES	Notes	31-Mar-2023	31-Mar-2022	31-Mar-2021
1. Capital				
(a) Share Capital	12	14,685.07	14,685.07	14,685.07
(b) Other Equity				
Reserves and surpluses	13	(25,632.95)	(25,228.16)	-25,585.24
Other reserve		2,606.09	2,735.97	3,433.47
Total Equity		(8,341.78)	(7,807.12)	-7,466.70
2. LIABILITES				
current Liabilities				
Financial Liabilities				
(i) Borrowings	14		-	12,953.83
(ii) Other Financial Liabilities	15	2,156.95	2,156.94	2,035.17
Provisions	16	-	8.38	8.38
Employee Benefits Obligations	17	47.51	73.50	67.94
Total Non-current Liabilities		2,204.47	2,238.83	15,065.32
Current Liabilities				
Financial Liabilities				
Borrowings	18	18,460.55	18,831.04	7,180.67
Trade Payable	19	52.27	271.33	851.20
Provisions	20	14.35	18.26	22.39
Deferred Tax Liabilities				
Total Current Liabilities		18,527.17	19,120.63	8,054.27
Total Liabilities		20,731.63	21,359.46	23,119.59
Total equity and liabilities		12,389.85	13,552.34	15,652.90

AUDITOR' REPORT
1-28

As per our separate report of even date annexed hereto

**On behalf of the Board of Directors
For STURDY INDUSTRIES LTD.**

For K. SINGH & ASSOCIATES.

CHARTEREDACCOUNTANTS,
Firm Registration Number: 012458N

Sd/-

Kultar Singh

P A R T N E R

Membership No.: 091673

Dated: 30/05/2023

Place: CHANDIGARH

Sd/-

(Shamsher Kr Sharma)

DIRECTOR

DIN: 08063703

Sd/-

(Ramesh Gupta)

DIRECTOR

DIN: 0161363

Sd/-

(Ashok Kumar)

DIRECTOR CUM CFO

DIN: 07374369

STURDY INDUSTRIES LIMITED- BADDI H.P.
CIN: L25209HP1989PLC009557
Statement of Profit and Loss for the year ended 31st March, 2023

	Notes	31 March, 2023	31 Mach, 2022
Continuing Operations			
Revenue from Operations	21	339.39	1,209.00
Other Income	22	20.84	832.72
Total Income		360.23	2,041.72
Expenses			
Cost of material consumed	23	279.11	785.75
Purchases of stock in trade		0.00	253.94
Change in inventories of Finished goods	24	121.17	(10.84)
Employee benefits expenses	25	192.29	242.31
Depreciation and amortization	26	251.06	276.93
Other Expenses	27	339.92	956.28
Finance Costs	28	0.22	23.44
Total Expenses		1,183.77	2,527.81
Profit before exceptional items		(823.54)	(486.09)
Extraordinary Items		210.21	-
Profit before tax		(613.33)	(486.09)
Income Tax expenses			
Current Tax		0.00	0.00
Deferred Tax		(190.94)	(844.66)
Total Tax expenses		(190.94)	(844.66)
Profit from continuing operations		(422.39)	(358.58)
Profit for the year		(422.39)	(358.58)
Other Comprehensive Income/Loss		11.57	(3.66)
Items that will no reclassified to Profit and Loss			
Re-measurement of defined benefits obligations		0.00	0.00
Income Tax relating to these items		0.00	0.00
Other Comprehensive Income/Loss for the year		0.00	0.00
Net of Tax		11.57	(3.66)
Total Comprehensive Income for the year		(410.82)	354.91
Earning per equity Share:			
Basic earnings per Shares		0.00	0.00
Diluted earnings per Shares		0.00	0.00

AUDITOR' REPORT
1-28

As per our separate report of even date annexed hereto

(Annual Report 2022-23)



STURDY INDUSTRIES LTD.

For K. SINGH & ASSOCIATES.
CHARTERED ACCOUNTANTS,
Firm Registration Number: 012458N

On behalf of the Board of Directors
For STURDY INDUSTRIES LTD.

Sd/-
Kultar Singh
P A R T N E R
Membership No.: 091673
Dated: 30/05/2023
Place: CHANDIGARH

Sd/-
(Shamsher Kr Sharma)
DIRECTOR
DIN: 08063703

Sd/-
(Ramesh Gupta)
DIRECTOR
DIN: 0161363

Sd/-
(Ashok Kumar)
DIRECTOR CUM CFO
DIN: 07374369

STURDY INDUSTRIES LIMITED-BADDI H.P.
CIN:L25209HP1989PLC009557

**CASH FLOW STATEMENT PURSUANT TO CLAUSE 32 OF THE
LISTING AGREEMENT WITH STOCK EXCHANGE**

(Rs. in Lacs)

	31-Mar-2023	31-Mar-2022
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Tax & Extra-Ordinary Items	-823.54	-486.09
Adjustment for Depreciation	253.10	276.93
(Profit)/loss on sale/write off of assets	-211.56	-770.42
Other non-cash adjustment	-3.42	-62.30
Finance Cost	0.22	0.23
Liabilities/provisions no longer required written off	211.64	726.36
Other Adjustments (previous year)		-1.32
Operating Profit before Working Capital Change	-573.56	-316.61
Adjustment for		
Trade & Other Receivables	191.93	714.06
Inventories	279.71	126.09
Change in Others Current Assets	201.86	509.11
	673.50	1349.26
Trade Payable	-219.06	-579.88
Other liabilities and Provisions	-38.28	1.43
	-257.34	-578.45
Cash Generated from Operating Activities	-157.40	454.20
Income Tax for the Current Year	0.00	0.00
Net Cash from Operating Activities	-157.40	454.20
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	59.75	-
Proceeds from sale of fixed assets	240.00	957.85
Interest received	0.00	0.00
Change in current asset	0.00	0.00
Net Cash from Investing Activities	299.75	957.85
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest Expenses	-0.22	-0.23
Proceeds from long-term borrowings	0.00	-12832.06

Increase in bank borrowings		-370.49	0.00
Working Capital		0.00	11650.37
Adjustment for general reserve		0.00	-697.50
Share Premium		0.00	0.00
Share application Money		0.00	0.00
Proceeds from issue of preference shares		0.00	0.00
Repayment of loans/ securities		0.00	0.00
Misc. Expenditure		0.00	0.00
Net cash flow from financing activities		-370.71	-1879.42
Net Increase in Cash & Cash Equivalents		-228.36	-467.37
Cash and Cash Equivalents (Opening Balance)		261.06	728.43
Cash and Cash Equivalents(Closing Balance) Cash equivalents consist of cash in hand, balances with banks including Fixed Deposit accounts.		32.70	261.06

AUDITOR' REPORT

As per our separate report of even date annexed
Hereto

**On behalf of the Board of Directors
For STURDY INDUSTRIES LTD.**

For K. SINGH & ASSOCIATES.
CHARTERED ACCOUNTANTS,
Firm Registration Number: 012458N

Sd/-
Kultar Singh
P A R T N E R
Membership No.: 091673
Dated: 30/05/2023
Place: CHANDIGARH

Sd/-
(Shamsher Kr Sharma)
DIRECTOR
DIN: 08063703

Sd/-
(Ramesh Gupta)
DIRECTOR
DIN: 0161363

Sd/-
(Ashok Kumar)
DIRECTOR CUM CFO
DIN: 07374369

STURDY INDUSTRIES LIMITED-BADDI H.P.
CIN:L25209HP1989PLC009557
Statement of Change in Equity
Note 12: Equity Share Capital

Particulars					
As at April 01 ,2022			3,225.07		
Change in equity share capital			-		
As at March 31,2023			3,225.07		
Change in equity share capital			-		
Equity Shares of Rs2/- each fully paid			3,225.07		
Unissued during the year			-		
As at March 31, 2023			3,225.07		
Particulars		As at 31 March, 2023	As at 31 March, 2022		
Authorised		Number	Value	Number	Value
Preference Shares of Rs. 100/- each		2,00,000	2,00,00,000	2,00,000	2,00,00,000
Equity Shares of Rs. 2/-each		167500000	335000000	167500000	335000000
0.01 Redeemable Preference Share Rs. 100/-each		11460000	1146000000	11460000	1146000000
		179160000	1501000000	179160000	1501000000
Issued					
Preference Shares of Rs. 100/-each		200000	20000000	200000	20000000
Equity Shares of Rs. 2/-each		151253694	302507388	151253694	302507388
0.01 Redeemable Preference Share Rs. 100/-each		11460000	1146000000	11460000	1146000000
Subscribed & fully Paid up					
Preference shares of Rs 100/- each		200000	20000000	200000	20000000
Equity Shares of Rs. 2/-each		151253694	302507388	151253694	302507388
0.01Redeemable Preference Share Rs.100/- each		11460000	1146000000	11460000	1146000000
Subscribed but not fully paid up					
Preference Shares of Rs. 100/- each		-	-	-	-
Equity Shares of Rs. 2/- each, not fully paid up		-	-	-	-
Total		162913694	1468507388	162913694	1468507388
Reconciliation of Number of share outstanding is set out below					
Particulars	Preference shares				
	As at 31 st March, 2023		As at 31 st March, 2022		
	Number	Value	Number	Value	
Shares outstanding at the beginning of the year	2,00,000	2,00,00,000	2,00,000	2,00,000	
Shares Issued during the year	-	-	-	-	
Shares bought back during the year	-	-	-	-	
Any other movement (please specify)	-	-	-	-	
Shares outstanding at the end of the year	2,00,000	2,00,00,000	2,00,000	2,00,00,000	

(Annual Report 2022-23)

year				
Particulars	Equity Shares			
	As at 31 st March, 2023		As at 31 st March, 2022	
	Number	Value	Number	Value
Shares outstanding at the beginning of the year	151,253,694.00	302,507,388.00	151,253,694.00	302,507,388.00
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Any other movement (please specify)	-	-	-	-
Shares outstanding at the end of the year	151,253,694.00	302,507,388.00	151,253,694.00	302,507,388.00

Out of Equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/associates are as below:

Particulars	Nature of relationship	As at 31 st march 2023	As at 31 st march 2022
Equity shares	NIL	NIL	NIL

The Detail of Shareholder holding more than 5% share.

Preference shares of Rs. 100/-each					
		As at 31 March, 2023		As at 31 March, 2022	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
Usha Gupta		15,000.00	7.50	15,000.00	7.50
Satya Bhama		65,000.00	32.50	65,000.00	32.50
Ramesh Gupta		30,000.00	15.00	30,000.00	15.00
Mohan Lal Gupta		15,000.00	7.50	15,000.00	7.50
Anu Gupta		60,000.00	30.00	60,000.00	30.00
Patriot pipes Private Limited		15,000.00	7.50	15,000.00	7.50
Equity Shares of Rs. 2/-each					
		As at 31 March, 2023		As at 31 March 2022	
Indian Bank		1,10,00,000	7.27	15570234	10.29
Greenways Advisors Private Limited				39325960	26.00
0.01 Redeemable Preference Share Rs100/- each					
		As at 31 March 2023		As at 31 March 2022	
Punjab National Bank		11092000	96.79	11092000	96.79

Aggregate Number of shares (for last 5 financial years)	Amount
Equity shares	NIL
Fully paid up pursuant to contract(s) without payment being received in cash	NIL
Fully paid up by way of bonus shares	NIL
Shares bought back	NIL

Note 13: Other Equity

Particulars	Securities Premium Account	General Reserve	Revaluation reserve	Subsidy	Retained Earning
Balance as at April 01, 2022	696.36	164.39	323.48	1,421.86	(25,228.15)
Profit for the year					(410.82)
Other Comprehensive Income					-
Total comprehensive Income for Year					6.02
Others previous year Adjustments					
Balance as at March 31, 2023	696.36	164.39	323.48	1,421.86	(25,632.95)
Balance as at March 31, 2022	696.36	164.39	453.36	1,421.86	(25,585.24)
Profit for the year					354.92
Other Comprehensive Income					-
Total comprehensive Income for the year					-
Other					2.17
Balance as at March 31,2022	696.36	164.39	453.36	1,421.86	(25,228.15)

Significant Accounting Policies

Notes to Accounts & Accounting Policies **1-28**

The accompanying notes are integral part of these Financial Statements

AUDITOR' REPORT

As per our separate report of even date annexed hereto

For K. SINGH & ASSOCIATES.
CHARTERED ACCOUNTANTS,
FRN: 012458N

On behalf of the Board of Directors
For STURDY INDUSTRIES LTD.

Sd/-
Kultar Singh
P A R T N E R
Membership Number: 091673
Dated: 30/05/2023
Place: CHANDIGARH

Sd/-
(Shamsher Kr Sharma)
DIRECTOR
DIN: 08063703

Sd/-
(Ramesh Gupta)
DIRECTOR
DIN: 0161363

Sd/-
(Ashok Kumar)
DIRECTOR CUM CFO
DIN: 07374369

STURDY INDUSTRIES LIMITED – BADDI
H.P. CIN: L25209HP1989PLC009557

Note 2 Fixed Assets

(a) Property, Plant and Machinery and Equipment

Particulars	Gross Block		Accumulated Depreciation						Net Block	
	Balance as at 1 April, 2021	Additions/ (Disposals) Subsidy	Balance as at 31 March, 2022	Balance as at 1 April, 2022	Depreciation charge for the year	Dep. Written back	Balance as at 31 March 2023	Transfer To Reserve And Surpluses	Balance as at 31 March 2023	Balance as at 31 March 2022
Tangible Assets (Not Under Lease)										
Land	516.76	140.76	376.00	0.00	0.00	0.00	0.00	0.00	376.00	516.76
Building	1,343.83	(129.11)	1,214.72	895.68	49.29	107.44	837.54	0.00	377.19	448.15
Plant & Machinery	6,507.71	(382.66)	6,125.05	4,181.10	201.71	344.57	4,038.24	0.00	2,086.81	2,326.61
Furniture & Fixture	25.27		25.27	20.04	0.05		20.08	0.00	5.19	5.24
& Other Equipment										
Vehicle	162.02		162.02	158.70	0.01		158.71	0.00	3.31	3.32
Total (i)	8,555.60	(371.01)	7,903.07	5,255.52	251.06	452.01	5,054.57	0.00	2,848.53	3,300.10
Previous Year	9,644.15	(1,088.55)	8,555.60	5,215.47	276.96	236.88	5,255.55	0.00	3,300.10	6,170.66

(b) Capital Work in Progress

Particulars	Gross Block		Accumulated Depreciation					Net Block	
	Balance as At 1 April 2021	Additions/ (Disposals) Subsidy	Balance As at 31 March 2022	Balance As at 1 April 2022	Depreciation on charge for the year	Balance As at 31 March 2022	Transfer To Reserve and Surpluses	Balance As at 31 March 2023	Balance As at 31 March 2022
Capital Work In Progress	164.22	0.00	164.22	0.00	0.00	0.00	0.00	6.00	164.22
Total	164.22	0.00	164.22	0.00	0.00	0.00	0.00	164.22	164.22
Previous Year	164.22	0.40	164.22	0.00	0.00	0.00	0.00	164.22	163.82

Note 3 Non-Current Investment

Particulars	As at 31 March, 2023	As at 31 March, 2022
A Trade Investments (Refer A below)		
(a) Investment in Equity instruments	20.07	20.07
(b) Investments in Mutual Funds	1.00	1.00
(c) Other non-current investments (specify nature)	10.00	10.00
Total (A)	31.07	31.07
B Other Investments (Refer B below)		
Total (B)	0.00	0.00
Grand Total (A+B)	31.07	31.07
Less: Provision for diminution in the value of Investments	0.00	0.00
Total	31.07	31.07

Particulars	As at 31 March, 2023	As at 31 March, 2022
Aggregate amount of quoted investments at Market Price	1.03	15.00
Aggregate amount of unquoted investments	10.00	10.00
Total	11.03	25.00

Note 4 Other Financial Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
a. Security Deposits/Earnest Monies		
Unsecured, considered good	353.63	756.75
Unsecured, Doubtful	386.53	
ii) Balance with Govt. Authorities and Claim Recoverable Subsidy (unsecured, considered good) 449.45 Subsidy (unsecured, doubtful) 294.54 Claim Recoverable with Government Authorities included subsidy claim with Assam Government on account of Interest, transport and other subsidies will be recoverable in due course of time.	1,040.63	1,058.58
iii) Advance to Supplier Advances includes amount given to various parties amounting to (Rs 0.00) (Pr.96.29 Lac) in respect of Raw material to be purchased/ acquired in due course of time.	-	96.29
Total	1,780.79	1,911.62

Note 5 Inventories

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
a. Raw Material (Valued at Cost or Market Price whichever is less)	16.15	174.67
b. Finished Goods (Cost or Market Price Whichever is less) Inventory includes goods ready for sale, as well as raw material products that will be for sale when they are completed.	19.27	140.44
Total	35.41	315.12

As Inspected/Verified, Valued and certified by the management

Note 6 Trade Receivable

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
A) Undisputed Trade receivable		164.46
B) Undisputed Trade Receivable - Doubtful	-	-
D) Disputed Trade Receivable - Considered doubtful		
a) O/s for Less than Six month		
b) O/s for 6-12 Six month		
c) O/s for 1-2 years	87.54	
d) O/s for 2-3 years	2.61	
	162.00	
E) O/s for more than 5 years	2,942.17	164.46
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, doubtful		3,169.98
Less: Provision for doubtful debts	211.64	159.83
		3,010.15
Total	2,982.68	3,174.61

Note 7 Cash and Cash equivalents

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
Cash in hand	19.83	45.23
Total	19.83	45.23

Note 8 Bank balances other than Cash

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
A. Balances with banks	1.18	105.90

B. In Fixed Deposit	11.69	109.93
Total	12.87	215.83

Note 9 Other Financial Assets

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
a. Others (specify nature)		
Unsecured, considered good		
i) Advance Tax/TDS/TCS	-	10.40
ii) Balance with Excise & Others Government Authorities	-	-
Claim With Assam Government on account of Interest & Insurance for the year		
III) Staff and Others	3.04	65.61
IV) Prepaid Expenses	2.64	1.70
v)Advances to suppliers Advances includes amount given to various parties amounting to (Rs 3.16 Lacs) (Pre. 2.18 Lac) in respect of Raw material to be purchased/ acquired in due course of time.	3.16	2.18
Total (a+b)	8.85	79.88

Note 10 Others Current Assets (Specify Nature)

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
Tools and Dies	0.00	0.00
Less: Written off	0.00	0.00
Total	0.00	0.00

Note 11 Deferred Tax Assets

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
Opening Balance	(4,238.26)	(3,393.60)
Add/Less: During the Year	(190.94)	(844.66)
Total	(4,429.20)	(4,238.26)

Note 14 Long term Borrowings

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
<u>Secured</u>		
(a)Term loans from Banks		
(of the above, 100% is guaranteed by Directors and Promoters/Others) (13.1 Account of the company was marked as NPA on 30/09/2020 by Banks as result of which the company has not provided for interest in the books of accounts from 01/10/2020 to 31/03/2022 hence the balance of bank remain unreconciled as on date.)	0.00	0.00
Total	0.00	0.00

Note 15 Unsecured (From Director and Relative)

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
<u>Unsecured</u>		
a) Term Loan from Corporates	1,987.55	1,987.55
b) from other (From Director and Relative)	169.40	169.40
Total	2,156.94	2,156.94

Note 16 Long Term Provisions

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
Securities Deposit	0.00	8.38
Total	0.00	8.38

Note 17 Provision for Employee Benefits

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
Gratuity(unfunded), Leave Encashment	47.51	73.50
Total	47.51	73.50

Note 18 Short Term Borrowings

Particulars	As at 31 March, 2023	As at 31 March, 2022
Secured		
(a) Loans repayable on demand		
Working Capital Limits From Banks	18,460.55	18,831.04
(Secured By Hyp. Of Stocks and Book Debts both Present and Future) (of the above, 100% is guaranteed by Directors and Promoters/Others)		
18.1 Account of the company was marked as NPA on 30/09/2020 by Banks as result of which the company has not provided for interest in the books of accounts for the period 01/10/2020 to 31/03/2022, hence the balance of banks remain unreconciled as on date.		
18.2 Bank borrowing are recovered on demand and the same are considered short term liability as the bank has gone to SARFAESI Act for recovery of debts		
Total	18,460.55	18,831.04

Note 19 Trade Payables

Particulars	As at 31 March, 2023	As at 31 March, 2022
A) MSME		
Less than 1 year		
1-2 years -		
2-3 years - -		
More than 3 years		
B) Others		
Less than 1 year	49.46	26.85
1-2 years		1.78
2-3 years		
More than 3 years		
Disputed dues-MSME		
Disputed dues-Others		
Total	49.46	28.63
Other current liabilities	2.80	2.70
Advances from Customers	-	240.00
Advance against land		
Total	52.27	271.33

Note 20 Short Term Provisions

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
(a) Provision for employee benefits	10.42	15.29
(b) Others		
T.D.S. Payable	1.24	0.07
Audit Fee Payable	2.20	2.20
Electricity and Water Charges	0.49	0.69
Total	14.35	18.26

Note 21 Revenue from Operations

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
a. Sale of Manufactured products;	339.39	911.00
b. Sale of Traded Goods	-	298.01
TOTAL	339.39	1,209.00

Note 22 Other Income

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
Unsecured Loan/creditors Write Off	20.84	25.46
Interest/Subsidy Claims/insurance claims	-	36.84
Profit/Loss from sale of Fixed Asset	0.00	770.42
Total	20.84	832.72

Note 23 Cost of Material Consumed

<u>Particulars</u>	As at 31 March, 2023	As at 31 March, 2022
1. Raw Material		
Opening Stocks of Raw Materials	174.67	311.60
ADD: Raw Material Purchased	120.46	902.73
ADD: Stock Transfer Inward	88.24	549.76
Less: Transfer Outward	88.24	549.76
Closing Stocks of Raw Material	16.15	174.67
Cost of Raw Material Consumed(a)	278.99	1,039.65
2. Stores and Spares		

Opening Stock	-	-
Add: Purchases	0.12	0.04
Less: Closing Stock	-	-
Consumption of Stores and Spare (b)	0.12	0.04
Total (a+b+c)	279.11	1,039.69

Note 24 Change In Inventories

Particulars	As at 31 March, 2023	As at 31 March, 2022
(a) Opening Stock of Finished Goods	140.44	129.60
(b) Closing Stock of Finished Goods	19.27	140.44
Change In Inventories	121.17	(10.84)

Note 25 Employee Benefits Expenses

Particulars	As at 31 March, 2023	As at 31 March, 2022
Salaries And Wages	142.18	177.38
Labour Welfare	1.12	3.92
E.S.I	2.70	3.59
Compensation to Employee	4.35	4.63
Director Remuneration	22.08	31.40
Provident Fund	10.29	13.50
Gratuity	9.56	7.90
Total	192.29	242.31

Note 27 Other Expenses

Particulars	As at 31 March, 2023	As at 31 March, 2022
A. Manufacturing Expenses		
Electricity & Water Charges	7.27	10.39
Freight and Cartage	2.93	8.85
Repair and Maintenance		
Plant and Machinery	-	0.70
Building	1.91	3.48
Wages	25.06	26.55
Total-A	37.17	49.97
B. Administration Expenses		

Printing & Stationery	0.68	0.78
Postage And Telegram	0.05	0.24
Telephone & Photostat	1.46	1.60
Vehicle Running And Maintenance	26.24	40.68
Travelling And Conveyance	9.24	18.21
Insurance Charges	4.51	13.44
Fees and Taxes	10.14	30.57
Audit Fee	2.40	12.22
Consultancy charges	0.51	1.57
Legal And Professional	15.35	22.71
Newspaper and Periodicals	0.01	0.02
General Expenses	2.63	3.95
Website Charges & Internet Expenses	-	0.02
Written Off	0.06	5.19
Donation	0.84	0.06
Retainership charges	1.50	4.00
Lease Money	8.10	8.10
Loss/Profit from sale of Assets		-
Total- B	83.70	163.36
C. Selling and Distribution Expenses		
Freight & Cartage Outwards	1.21	8.37
Advertising & Publicity	0.61	1.54
Testing Charges	3.75	6.02
Business Promotion	0.86	0.58
Discount & Rebate	0.30	0.07
Commission On Sales	0.67	-
Total-C	7.41	16.58
D. Provisions		
Provision for Bad and Doubtful Debts	211.64	726.36
Total-D	211.64	726.36
Total (A+B+C+D)	339.92	956.28

Note 28 Finance Cost

Particulars	As at 31 March, 2023	As at 31 March, 2022
Bank Charges and Interest	0.22	23.44
Total	0.22	23.44

STURDY INDUSTRIES LIMITED**Note Number 1: SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS****1. STATEMENT SIGNIFICANT ACCOUNTING POLICIES.**

- A) **Corporate Information:** The Company is a Public Limited Company domiciled in India and incorporated under Companies Act, 1956, having its registered office at Plot Number 45, Sector-1, Parwanoo, Solan, Himachal Pradesh-173220 and is Listed on BSE Limited. The company is engaged in Manufacturing and Supplying of Sprinkler and Drip Irrigation Systems, Conductor and Cable and Trading of Polymers and Aluminium's. It has country wide network to cater its customers. It has Manufacturing facilities at Parwanoo, Baddi (H.P) Guwahati (Assam).

The Financial Statements for the year ended March 31, 2023 were approved and adopted by the Board of Director on 30/05/2023.

B) Significant Accounting Policies**(i) Statement of compliance with Ind AS**

The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under Section 133 of the Companies Act, 2013 read with Companies(Indian Accounting Standard) Rules, 2015 and other relevant provisions of the act.

(ii) Basis of Preparation and presentation of Financial Statements

These financial statements have been prepared in accordance with the Indian Accounting Standards (herein referred to as 'IND AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of Companies Act 2013, read with Companies (Indian Accounting Standards) Rules 2015 (as amended). The financial statements have been prepared and presented under historical cost convention, on accrual and going concern basis of accounting except certain financial asset and liabilities that are measured at fair value at the end of each accounting period as stated in the accounting policies below. The Accounting policies are applied consistently in presenting these financial statements. The classification of assets and liabilities of the Company into current or non-current is based on the criterion specified in the Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

(iii) Use of Estimates

The preparation of Financial Statement in accordance with IND AS requires use of estimates and assumptions for some items, which might have effect on their recognition and measurement in the Balance Sheet and Statement of Profit and Loss. The actual amounts realized may differ from these estimates. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as Management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognized in the period in which the results are known / materialized, and if material, their effects are disclosed in the notes to financial statements.

(iv) Property, Plant and Equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. Freehold land is not depreciated. The cost of an item of property, plant and equipment comprises its cost of purchase and any attributable cost of bringing the asset to its working condition for its intended use.

An item of property, plant and equipment is de recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the profit or loss.

(v) Capital Work-in-Progress

Property, Plant and Equipment under construction are disclosed as capital work in progress.

(vi) Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

There are no intangible assets having indefinite useful life.

An intangible asset is derecognised upon disposal, or when no future economic benefits are expected to arise. Gains or losses arising from de-recognition upon de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

(vii) Depreciation and Amortisation

Property, Plant and Equipment

Depreciation is calculated using the straight line method to allocate their cost, net of their residual value, over their estimated useful lives.

The useful lives have been taken as specified by Schedule II to the Companies Act, 2013.

(viii) Impairment of Assets

A tangible or intangible asset is treated as impaired when the carrying amount of the asset exceeds its estimated recoverable value. Carrying amounts of tangible or intangible assets are reviewed at each balance sheet date to determine indications of impairment, if any, of those assets. If any such indication exists, the recoverable amount of the asset is estimated and impairment loss equal to the excess of the carrying amount over its recoverable value is recognized as an impairment loss and the same is charged to profit and loss account. The impairment loss, if any, recognised in prior accounting period is reversed if there is a change in estimate of recoverable amount.

(ix) Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the

contractual provisions of the instrument. All the financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

(x) Financial assets

Classification and Measurement

All the financial assets are initially measured at fair value. Transaction costs that are directly attributable to the financial assets (other than financial assets covered at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset.

All financial assets are subsequently measured either at amortised cost or fair value [either through other comprehensive income (FVTOCI) or through profit or loss(FVTPL)] depending on the classification of the financial assets as follows:

- (a) Financial Asset measured at Amortised Cost: The Company's financial assets primarily consists of cash and cash equivalents, trade receivables, loans to employees security deposits and other eligible current and non-current assets which are classified as financial assets carried at amortised cost.
- (b) Financial Assets measured at fair Value through Other Comprehensive Income(FVTOCI): On initial recognition, the Company can make an irrevocable election(on an instrument-by-instrument basis) to present the subsequent change in fair value in other comprehensive income pertaining to investment in equity instrument. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transitional costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the Reserve for equity instrument through other comprehensive income. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments as the same has been recognised in other comprehensive income.
- (c) Financial Assets at Fair value through profit or loss(FVTPL): investment in equity instrument are classified as at FVTPL, unless the company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investment in equity instruments which are not held for trading.

De-recognition of Financial Assets

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired or the company has transferred the financial asset along with all the risks and rewards or has assumed an obligation to pay the received cash flows to a third party under a pass-through arrangement.

On de-recognition of a financial asset in its entirety, the difference between the carrying amount measured at the date of de-recognition and the consideration received is recognised in profit or loss.

Impairment of Financial Assets

The company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables and other contractual rights to receive cash or other financial asset.

Expected Credit Loss (ECL) is the difference between all contractual cash flows that are due in accordance with the contract and the cash flows expected to receive (i.e. all cash shortfalls)

(xi) Financial Liabilities

All the financial liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the issue of financial liabilities (other than financial liabilities carried at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial liabilities.

Financial liabilities of a Company are contractual obligations to deliver cash or other financial assets to another entity. The company's financial liabilities include long term and short term borrowings, trade and other payables and other eligible current and non-current liabilities.

Classification measurement and De-recognition.

All recognised financial liabilities are subsequently measured at amortised cost. The company de-recognize financial liabilities when, and only when the Company's obligations are discharged, cancelled or have expired. Gain and losses are recognised in profit or loss when the liabilities are derecognised.

(xii) Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet only if there is a currently enforceable legal right to offset the recognised amount and there is an intension to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(xiii) Valuation of Inventory

Inventories are valued at lower of cost and net realisable value after providing for non moving material, obsolescence wherever necessary. The cost of inventories have been computed to include all cost of purchases, cost of conversion and other related costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Inventories are carried in the balance sheet as follows

Inventory	Basis of Valuation
Raw materials, Packing materials, components	At lower of cost, and net realisable value
Work-in-progress	At lower of cost of material on weighted average basis, plus appropriate production overheads and net realisable value
Finished goods- Manufactured	At lower of cost of material on weighted average basis, plus appropriate production overheads and net realisable value
Finished goods- Trading	At lower of cost, on weighted average basis and net realizable value

(xiv) Translation of Foreign Currency Transactions

The Company's financial statements are presented in Indian Rupees (INR) which is Company's functional; and presentation currency. Transactions denominated in foreign currency are recognised at the rate of exchange prevailing at the date of the transactions. At the end of each reporting period, monetary items denominated in foreign currency are retranslated at the rates prevailing at year end date. Exchange difference on monetary items is recognised in profit or loss in the period in which they arise. Income and expenses of foreign branch have been translated at the average rate for the year.

(xv) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue from sale of manufactured and traded goods is recognised when significant risks and rewards of ownership of the goods are transferred to the customer, recovery of the consideration is probable and the amount of revenue can be measured reliably. Sales are disclosed net of returns and claims.

Revenue from services is recognised when the services are rendered in accordance with the specific terms of contract and when collectability of the resulting receivable is reasonably assured. Revenue from the maintenance contracts are recognised prorata over the period of contract.

Other operating revenues include sales tax remission, excise duty refund, GST refund and other export incentives and duty drawbacks, and recognised when the right to receive is established.

Other income includes interest income, Dividend income, Gain on Foreign Exchange Fluctuation etc. Interest income accrued on a time basis by reference to the principal outstanding and the effective interest rate. Dividend income accounted in the period in which the right or receive the same is established.

(xvi) Government Grants/Capital Subsidies

Grants and subsidies from government are recognised when there is reasonable assurance that the grant or subsidy will be received and all the prescribed conditions will be complied with.

(xvii) Borrowing Costs

Borrowing cost directly attributable to the acquisition, construction or production of qualifying asset are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for their intended use. All other borrowing costs are recognised as expense in the period in which they are incurred.

(xviii) Dividends

Final dividend on shares are recorded as a liability on the date of approval by the shareholders at the annual general meeting and interim dividend are recorded as a liability on the date of declaration by the Company's Board of Directors.

(xix) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss after tax for the period attributable of the equity shareholders but the weighted average number of Equity Shares outstanding during the year adjusted for bonus elements in equity shares issued during the year.

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

(xx) Employee Benefits

Short term Employee Benefits:

Employee benefits such as salaries, wages, short term compensated absences, expected cost of bonus ex-gratia and performance linked rewards falling due wholly within twelve months of rendering the service are classified as short term employee benefits and are expensed in the period in which the employee renders the related service.

Long term employee benefits

Defined Contribution plans:

Contribution to the employee's provident fund, Employee's Pension Scheme and Employee's state Insurance are recognised as defined contribution plan and charged as expense during the period in which the employee performs the services.

Defined benefit plans:

Retirement benefit in the form of Gratuity is considered as defined benefit plan and determined on actuarial valuation using the Projected Unit Credit Method at the balance sheet date.

Interest cost, Current Service cost and Past service cost are recognised in profit and loss account immediately. Re-measurement gain and losses arising due to change in actuarial assumptions and estimates are recognised directly in Other Comprehensive Income. Such re-measurements are not reclassified to the Statement of Profit and loss in subsequent periods.

Other Long Term Employee Benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability at the present value of the defined benefit obligation at the balance sheet date. Annual leaves can either be availed or encashed subject to restrictions on the maximum accumulation of leaves.

Termination benefits:

Termination benefits are recognised as an expense in the period in which they are incurred.

The employee benefits with regards to both Leave encashment and gratuity are un-funded.

(xxi) Exceptional items

An item of income or expense which by its side, type or incidence requires disclosure to in order to improve an understanding of the performance of the company is treated as an exceptional item and the same is

disclosed in the notes to accounts.

(xxii) Taxes on Income

Current Tax:

Tax on income for the current period is determined on the basis of estimated taxable income and computed in accordance with the provisions of the relevant tax laws, outcome of past assessments/appeals and legal opinions sought by the company.

Deferred Tax:

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax basis of assets and liabilities and their carrying amount for financial reporting purpose at the reporting date. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted substantively enacted at the reporting date

Minimum Alternative Tax (MAT) credit:

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay income tax under the normal provisions during the specified period resulting in utilisation of MAT credit.

In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in the Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is credited by way of a credit to the statement of profit & loss and shown as MAT credit entitlement.

(xxiii) Segment Reporting

The company is engaged into manufacturing Sprinkler and Drip Irrigation Systems, Conductor and Cable and Trading of Polymers and Aluminium's. The Company has three reportable business segment identified by management namely Plastic Pipes and Fitting, Aluminium and Trading.

(xxiv) Provisions, Contingent Liabilities and Contingent Assets

Provisions involve substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but disclosed in the notes of financial statements. Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefits is probable. Provisions, contingent liabilities are reviewed at each balance sheet date and adjusted to reflect the current best estimate. A contingent liability exist when there is a possible but not probable obligation, or a present obligation that may, but probable will not, an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed as a possibility of outflow of resources is remote.

(xxv) Cash Flow Statements

Statement of cash flow is prepared segregating the cash flows into operating, investing and financing

activities. Cash flow from operating activities is reported using indirect method, adjusting the net profit for the effects of changes during the period in inventories, operating receivables, payables, transactions of a non-cash nature such as depreciation, provisions, deferred tax, unrealised foreign currency gains and losses, and undistributed profits of associates and all other items for which the cash effects are investing or financing cash flows.

For the purpose of presentation in the statement of cash flow, cash and cash equivalents include cash in hand and balance held with banks.

NOTES TO THE ACCOUNTS

1. Previous year figures have been re-arranged, reworked, reclassified or re-grouped wherever necessary to make them comparable with the current year's figures and others disclosure for the proceeding year are included as an integral part of the current year financial statements and are to be read in relation to the amount and others disclosures relating to the current year.

2. **Contingent Liability not provided for in respects of :**

Rs in (Lacs)

	Current Year	Previous Year
Outstanding balance of Bank Guarantees	Rs. 113.26	Rs. 130.04
Income Tax Demand	Rs. 679.85	Rs. 679.85
Sundry accounts (HIL)	Rs. 90.85	Rs. 90.85
Kabra Extrusion Technik limited	Rs. 33.96	Rs. 33.96
Outstanding Sales Tax Demand (H.P)(F.Y 2012-13)	Rs. 46.97	---
Outstanding Sales Tax Demand (U.P)(F.Y 2013-14)	Rs. 20.96 (Deputy Commissioner Saharnpur)	
Outstanding Sales Tax Demand (U.P)(F.Y 2007-08 to 2014-15)	Rs. 62.18 (Deputy Commissioner & Sales Tax Tribunal Saharanpur)	
Centre Excise and Customs (F.Y. 2004-05 to 2013-14 -	Rs. 208.28 (Tribunal)	

3. **Employee Benefits Obligations**

As per IND AS 19 " Employee benefits ", the disclosure as defined in the accounting are given below:-

- The changes in the present value of defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows: ₹ in Lakhs

Particulars	Gratuity Plan	
	As at March 31, 2023	As at March 31, 2022
Present Value of benefits obligation at the beginning of the period	57.61	54.14
Interest Cost	4.26	3.68
Current Service Cost	4.20	4.74

Past Service Cost	(15.52)	(1.29)
(Benefits Paid Directly by the Employer)	-	-
Actuarial (Gains)/losses on Obligation-Due to change in Financial Assumptions	(2.12)	0.01
Actuarial (Gains)/losses on Obligation-Due to change in Experience Adjustments	13.68	(3.67)
Present Value of Benefit Obligation at the end of the period	62.08	57.61

II. The amounts recognized in Balance Sheet are as follows:

Particulars	Gratuity Plan	
	As at March 31, 2023	As at March 31,2022
Present value of defined benefit obligation	62.08	57.61
Fair value of plan assets at the end of the period	-	-
Funded Status (Surplus/Deficit)	62.08	57.61
Net (Asset/Liability) recognized in the Balance Sheet	62.08	57.61

III. The amount recognized in Statement of Profit and Loss are as follows:

Particulars	Gratuity Plan	
	As at March 31, 2023	As at March 31,2022
Current Service Cost	4.20	4.74
Net Interest Cost	4.26	3.68
Past Service Cost	-	-
Expenses to be recognized in Profit and Loss	8.46	8.43

IV. The amount recognized in Statement of other comprehensive income are as follows:

Particulars	Gratuity Plan	
	As at March 31, 2023	As at March 31,2022
Actuarial (Gains)/Losses on obligation for the period	13.68	(3.66)
Return on Plan Assets, excluding Interest Income	-	-
Change in asset ceiling	-	-

Net(Income)/Expense for the period recognized in OCI

4. Balance of Unsecured Loans, Current Liabilities, Current Assets, Loans and Advances (Short and Long Term) are subjects to confirmation and reconciliation from the respective parties and Departments. However

earnest Money and Securities pertaining to period i.e. upto 2016-17 amounting to Rs. 386.53 Lacs are doubtful for recovery.

5. In opinion of the Board of Directors, the Current Assets. Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.
6. Estimated amount of Contracts (for Hydro Project at Rohru) remaining to be executed on Capital Account Rs 164.22 Lacs(Previous Year Rs 164.22Lacs) has been shown under the head Capital Work in progress.
7. Deferred Tax are recognized using the Balance Sheet approach for future tax consequence of temporary difference between the carrying value of assets and liabilities and their respective tax bases.

8. Segment Reporting

Disclosure as required as under IND AS 108 - Operating segments.

Primary Segment

The company's segment such as Aluminum Conductor Pipes and Fitting, Irrigation System and Trading in Polymers and Aluminum etc. The above business segments have been identified considering:

- I. The Nature of the products.
- II. The related risks and returns.
- III. The internal financial reporting systems.

Description	Manufacturing)		Trading	Others	Total	
	Plastic Pipes & Irrigations	(Manufacturing) Aluminum Division				
A. Primary Segment Information						
Segments Revenue						
Sales	145.05	194.33	--	2	0.84	360.23
Total Revenue	145.05	194.33	--		20.84	360.23
Segments Result						
Interest						00.21
Profit/(Loss) before Tax						823.54
Extraordinary Items						210.21
Provision For Current Tax				--		
Profit/(Loss) after Tax						613.33
Segments Assets						12389.81
Segments Liabilities						12389.81
Capital Expenditure						
Depreciation	0.70	250.36	--	---	--	251.06

Secondary Segment

The Company caters all over the country

9. Related Party Disclosure:

As per IND AS 24, the disclosure of related party transaction are given below:-

a) List of Related Parties:

Associated Companies

S. No.	Name of the Related Party	Address	Relationship
1.	Chemiplast Industries	55 & 57, Industrial Area, Sector-1, Parwanoo	Associate Concern

Key management personnel and Relative:

- 1 Sh. M.L Gupta
2. Sh. Ramesh Gupta
3. Sh. Amit Gupta

b) (i) Transaction with related parties

Amount in Lacs

S. No.	Particulars	31 st March ,2023	31 st March ,2022
1.	Chemiplast Industries		
	Goods Purchases	0.00	15.46
	Goods Sold	2.29	27.85
	Payments Received	0.00	9.93
	Payments Made	2.14	17.89
2	Shri M.L Gupta (Director's Remuneration)	0.00	0.00
	Shri Ramesh Gupta (Director's Remuneration)	14.00	24.00
	Shri Amit Gupta (Director's Remuneration)	0.00	0.00

(ii) PAYMENTS TO DIRECTORS

Particulars	31 st March 2023	31 st March 2022
Salaries and Allowances		
Shri M.L Gupta	0.00	0.00
Shri Ramesh Gupta	14.00	24.00
Shri Amit Gupta	0.00	0.00

10. Expenditure in Foreign Currency

Capital Assets
Aluminum, Granules etc.
Others

Current Year

Previous Year

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11. Earning in Foreign Exchange

Non Resident Holders Etc,

- a) Number of non-resident shareholders
- b) Number of Share held by them

Nil

Nil

Nil

Nil

12. Earning Per Share

In determining earning per share, the company considers the net profit after tax for the year attributable to equity shareholders. The Numbers of share is the weighted average number of share outstanding during the year. The numbers of share used in computing diluted earnings per share comprise the weighted average per share considered for deriving basic earning per share, & also the weighted average numbers of share which could have been issued on the conversion of dilutive potential share,

S. No.	Particulars	Year Ended 31.03.2023	Year Ended 31.03.2022
A)	Net Profit & (Loss) after Tax	-410.82	354.91
B)	Weighted Average Number of Equity Share for basic EPS (in Nos)	15,12,53,694	15,12,53,694
C)	Face Value per Share	2	2
D)	Basic EPS (Rs)	-0.27	0.23
E)	Diluted EPS (Rs)	-0.27	0.23

13. Lease

The company has not entered into any fresh operating leasing agreement during the year Current Financial Year.

14. Disclosure under Micro, Small, and Medium Enterprises Development Act,2006

The management of the Company has shown its inability to identify the creditors which micro and small enterprises. So due to non availability of relevant information and by accepting this representation of the management it is impracticable to provide the requisite information.

15. Expenditure on employee in receipt of remuneration of not less than Rs. 108,00,000/- per annum, if employed throughout the year or 9,00,000/- per month Nil when employed for the part of the year.
16. Provision for doubtful debts has been made on an estimated basis keeping in view the likely shortfall on account of recovery from such debtors, after taking into account costs on account of recovery.
17. The company has initiated legal actions for recovery of debts from certain customers, suppliers which matter are before jurisdictional Courts, and action for recovery is being initiated against the customers too. The amount recoverable by the company from its debtors are considered good and recoverable and adjustment on account of unrecoverable amounts ,if any and the interest for delayed payments as claimed by the company will be effected in the year of final adjudication of claims of the company.
18. The company has initiated legal actions for recovery of debts from various customers and matters are before jurisdictional courts. Since the recoverable amount has become time barred and cannot be recovered in spite of all efforts and legal notice issued but no recovery is possible. Hence, the management has decided to write-off the amount of debts for which the provision has been provided in the books of account in the financial year 2022-23 amounting to Rs. 211.64 lacs and Rs. 726.36 lacs for the financial year 2021-22.

19. Analytical Ratios:

Ratios	Numerator	Denominator	Ratios
A. Current Ratio	Current Assets	Current liabilities	0.02
B. Debt-equity Ratio	Total Long Term debt - Other than Director's Unsecured Loan	Shareholder's equity	0.00
C. Debt service coverage Ratio	Earnings available for debt service	Debt service	N.A.
D. Return on equity Ratio	Net profit after tax	Average shareholder's equity	-0.00
E. Trade receivables turnover Ratio	Total sale	Accounts receivable	0.00
F. Trade payables turnover Ratio	Total purchase	Accounts payable	5.24
G. Inventory Turnover Ratio	Total sale	Inventory	9.58
H. Net Capital turnover Ratio	Net sales	Working capital	N.A.
I. Return on Capital employed	Earnings before interest and taxes	Capital employed	N.A.
K. Net Profit Ratio	Profit after Tax	Sales	0.00

- 20.** Details of Crypto Currency or Virtual Currency: The company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- 21.** Undisclosed income: The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous 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).
- 22.** All Title deeds of Immovable Properties are held in name of the company.
- 23.** Details of Benami Property held: The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

For K. SINGH & ASSOICATES
Chartered Accountants,
FRN: 012458N

On behalf of the Board of Directors
For STURDY INDUSTRIES LIMITED

(Kultar Singh)
P A R T N E R
M. No.: 084468

Ashok Kumar
(Director Cum C.F.O)
DIN07374369

Ramesh Gupta
(Director)
DIN-0161363

Shamsher Kumar Sharma
(Director)
DIN-08063703

UDIN 23091673BGVJKV5470
Dated: 30/05/2023
Place: CHANDIGARH