



**Ankit Metal & Power Ltd.**

CIN No. : L27101WB2002PLC094979

31<sup>st</sup> September, 2023

Corporate & Communication Office :  
SKP HOUSE  
132A, S.P. Mukherjee Road, Kolkata - 700 026  
Telephone : +91-33-4016 8000/8100  
Fax : +91-33-4016 8107  
E-mail : info@ankitmetal.com,  
Web : www.ankitmetal.com

Works :  
P.O.-Jorehire, P.S.-Chhatna,  
Dist.-Bankura, Pin-722137  
West Bengal  
Telephone : (03242) 280593/280594

The Listing Department  
**BSE Limited**  
P.J. Towers, 25<sup>th</sup> floor  
Dalal Street  
Mumbai - 400 001

**BSE SCRIP CODE : 532870**

The Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza  
Bandra-Kurla Complex  
Mumbai - 400 051

**NSE SYMBOL : ANKITMETAL**

Dear Sir/Madam,

**Sub: Annual Report of the Company for the financial year 2022-23**

**Ref: Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

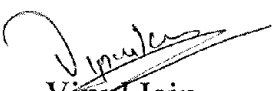
Dear Sir,

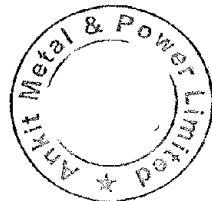
Pursuant to the provisions of Regulation 34(1) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we hereby submit the Annual Report of the Company for the financial year 2022-23 along with the Notice of the 21<sup>st</sup> Annual General Meeting of the Company, which is being circulated to the shareholders through electronic mode whose e-mail addresses are registered with the Company.

You are kindly requested to take note of the above

Thanking You

Yours Sincerely  
For Ankit Metal & Power Limited

  
Vipul Jain  
(CFO)



Encl: as above



# *ANKIT METAL & POWER LIMITED*

**Annual Report**

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**2022-23**

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## DISCLAIMER

In this annual report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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# Notice

NOTICE is hereby given that the 21<sup>st</sup> Annual General Meeting of the members of the Company will be held on Thursday, 28<sup>th</sup> September, 2023 at 1.00 P.M. through Video Conferencing/Other Audio-Visual Means (VC/OAVM) to transact the following businesses. The venue of the meeting shall be deemed to be the corporate office of the Company at SKP House, 132A, S. P. Mukherjee Road, Kolkata - 700 026.

## ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet, Statement of Profit and Loss of the Company for the financial year ended 31st March, 2023 and the report of the Auditors' & Directors' thereon.
2. To appoint a Director in place of Mr. Satish Kumar Singh (DIN: 05295625), who retires by rotation and being eligible, offers himself for re-appointment.

## SPECIAL BUSINESS:

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

**"RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013 and other applicable provisions, if any, read with rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and the Company's Policy on Related Party Transaction, approval of shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/arrangement(s)/ transaction(s) with Impex Ferro Tech Limited, a related party within the meaning of section 2(76) of the Act and regulation 2(1)(zb) of the SEBI Listing Regulations, for purchase of Silico Manganese etc. and sale of Manganese Ore, Dolomite, Pearl Coke etc., on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of ₹ 200 Crores for the financial year 2023-24, provided that the said contract(s)/arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any Director of the Company and to do all acts, deeds and things and take such steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto."

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

**"RESOLVED THAT** subject to the provisions of Section 196, 197, 198, 203 read with Schedule V and rules thereof and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force and in terms with the enabling provisions of the Articles of Association of the Company and subject to such consents, approvals or permissions as may be required, the consent of the members of the Company be and is hereby accorded for re-appointment of Mr. Subham Bhagat (DIN:09070773), as Chairman cum Managing Director of the Company for the further period of two (2) years w.e.f. 10<sup>th</sup> March, 2024, who shall be subject to liable to be retire by rotation, on the terms and conditions including remuneration as set out in the agreement dated 14<sup>th</sup> August, 2023.

**RESOLVED FURTHER THAT** subject to such approval, consent and permission as may be required, in case of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Subham Bhagat shall be restricted to the ceiling provided in Section II of Part II of Schedule V of the Act.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the re-appointment and/or remuneration as may be agreed between the Board of Directors and Mr. Subham Bhagat and/or in such manner and to such extent as may be permitted or authorized in accordance with the provisions under the Act for the time being in force, subject to the same not exceeding the limits specified in Schedule V of the Companies Act, 2013.

# Notice

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to take all steps and do all acts, deeds and things as may be necessary, proper and expedient to give effect to this resolution.”

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

“**RESOLVED THAT** pursuant to the provisions of section 148(2) or any amendment thereto and modification thereof and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the remuneration of ₹ 40,000/- plus applicable taxes and re-imburement of out of pocket expenses payable to M/s. A.J.S & Associates, Cost Accountants (Registration No. 000106), who has been re-appointed by the Board of Directors of the Company as Cost Auditor to conduct an audit of the cost accounting records maintained by the Company for the financial year 2023-24 be and is hereby ratified.”

**By order of the Board of Directors  
For Ankit Metal & Power Limited**

**Subham Bhagat**  
(Chairman)  
(DIN: 09070773)

**Place:** Kolkata

**Date:** 14th August, 2023.

**NOTES:**

1. The Ministry of Corporate Affairs (the “MCA”) vide its General Circulars No. 14/2020, No. 17/2020, No. 20/2020 and No. 02/2021 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021 respectively (hereinafter, collectively referred as the “MCA Circulars”) has permitted the holding of Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. The Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/ 2020/79 dated 12<sup>th</sup> May, 2020 (SEBI Circulars) has granted relaxation in respect of sending physical copies of annual report to the shareholders and requirement of proxy for general meetings held through electronic mode.
2. The members can join AGM in VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure for attending the meeting as mentioned further in the Notice.
3. Members attending the AGM through VC/OAVM shall be counted for the purpose of ascertaining the quorum u/s 103 of the Companies Act, 2013.
4. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 and clause 1.2.5 of Secretarial Standards - 2 (SS-2) on General Meeting relating to Special Business to be transacted at the Meeting.
5. The relevant details, as required under Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 and the Secretarial Standards on General Meetings (SS2) in respect of Directors seeking appointment/reappointment under Item No. 2 and 5 is annexed hereto as an additional information.

## **Notice**

6. The 'Cut-off Date' for determining members entitled to facility of voting by remote e-voting as well as e-voting during the AGM has been fixed for Thursday, 21st September, 2023 following Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Voting rights of the Shareholders (for voting through remote e-voting or by e-voting during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-off Date.
7. Since the AGM will be held through VC/OAVM, no Route Map is being provided with the Notice.
8. In compliance with the aforesaid MCA Circulars and SEBI Circular, the Notice of 21<sup>st</sup> AGM along with Annual Report for the financial year 2022-23 will also be available on the website of the Company at [www.ankitmetal.com](http://www.ankitmetal.com) and on the website of the Stock Exchanges, i.e. BSE Limited (BSE) at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited (NSE) at [www.nseindia.com](http://www.nseindia.com) and on the website of the CDSL at [www.evotingindia.com](http://www.evotingindia.com).
9. Pursuant to the provisions of section 72 of the Companies Act, 2013 and rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, members are informed that they may nominate at any time, in the prescribed manner, a person to whom their shares in the Company shall vest in the unfortunate event of their death. Members holding shares in physical mode should file their nomination with the Company or with M/s. Link Intime India Pvt. Ltd., the Registrar and Share Transfer Agent (RTA) of the Company, at their address given in the Annual Report, whilst those members holding shares in demat/electronic mode should file their nomination with their Depository Participants (DPs).
10. Members holding shares in physical form are requested to advise any change of address along with self-attested copy of address proof immediately to the Company's Registrar and Share Transfer Agents, M/s. Link Intime India Pvt. Ltd., 502 & 503, 5th Floor, Vaishno Chamber, 6, Brabourne Road, Kolkata - 700 001 and to their respective DPs in respect of equity shares held in dematerialised form.
11. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited at [prasanta.sen@linkintime.co.in](mailto:prasanta.sen@linkintime.co.in). Members are requested to submit request letter mentioning the Folio No. and Name of Shareholder along with scanned copy of the Share Certificate (front and back) and self-attested copy of PAN card for updation of email address. Members holding shares in dematerialised mode are requested to register/update their email addresses with their Depository Participants.
12. Members who hold shares in physical mode in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Company's Registrar and Share Transfer Agent, for consolidation into a single folio.
13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

### **14. KYC and Nomination Facility**

In order to enhance the ease of doing business for investors in the securities market, SEBI vide its Circular No. SEBI/ HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021, read together with the SEBI Circular No. SEBI/ HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021 (hereinafter, collectively referred as the "SEBI KYC Circulars") mandated furnishing of PAN, full KYC details and Nomination by the holders of physical securities. The Company has intimated the concerned security holders about the folios which are incomplete in terms of the SEBI KYC Circulars. A copy of the said intimation can be downloaded from the Company's website, i.e., [www.ankitmetal.com](http://www.ankitmetal.com) under the tab "Investor Corner" tails are not available shall be frozen in the manner and timelines given in the SEBI KYC Circulars.

## Notice

Further, in terms of the SEBI KYC Circulars, the securities in the frozen folios shall be eligible for payment including dividend only through electronic mode, in the manner and timelines given therein. The payment shall be made electronically upon complying with the relevant requirements of the SEBI KYC Circulars.

Accordingly, Members are hereby requested to kindly comply with the SEBI KYC Circulars.

15. In accordance with the applicable Circulars, electronic copies of the Annual Report and this Notice, inter-alia, indicating the process and manner of e-voting along with instructions to attend the AGM through VC/OAVM are being sent by email to those Members whose email addresses have been made available to the Company/ Depository Participants.
16. Members holding shares in dematerialised form are requested to intimate changes, if any, with their relevant Depository Participants.
17. As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form w.e.f. 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding physical forms are requested to convert their holding to dematerialized form. Members can contact the Company or to the Company's Registrar & Transfer Agent, M/s. Link Intime India Pvt. Ltd. for assistance in this regard.
18. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and bank account details for all members holding shares in physical form. Therefore, the members are requested to submit their PAN and bank account details to the Company at its corporate office or to M/s. Link Intime India Pvt. Ltd., the Registrar and Share Transfer Agent (RTA) of the Company. In this regard, the members are requested to submit a duly signed letter along with self-attested copy of PAN Card(s) of all the registered members (including joint holders). Members are also requested to submit original cancelled cheque, bearing the name of the sole/first holder. In case of inability to provide the original cancelled cheque, a copy of bank passbook/statement of the sole/first holder duly attested by the bank, not being a date earlier than one month may be provided. Members holding shares in demat form are requested to submit the aforesaid documents to their respective Depository Participants (DPs).
19. The Company has provided the facility to the Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process of remote e-voting with necessary user id and password is given in the subsequent paragraphs. Such remote e-voting facility is in addition to e-voting that will take place at the 21<sup>st</sup> AGM being held through VC/OAVM.
20. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the AGM Notice and holds shares as on the Cut-off Date i.e., **Thursday, 21st September, 2023** may obtain the Login ID and Password by sending a request at [www.evotingindia.com](http://www.evotingindia.com). However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and Password for casting your vote. If you have forgotten your password, you may reset your password by using "Forgot User Details/Password" option available on [www.evotingindia.com](http://www.evotingindia.com).
21. Members joining the meeting through VC/OAVM, who have not cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM but shall not be entitled to cast their vote again.

## **Notice**

22. The Ministry of Corporate Affairs (MCA), Government of India, has introduced a 'Green Initiative in Corporate Governance' by allowing paperless compliances by the Companies for service of documents to their members through electronic mode, which will be in compliance with section 20 of the Companies Act, 2013 and rules framed thereunder.
23. Since the securities of the Company are compulsorily tradable in electronic form, to ensure better investor service and elimination of risk of holding securities in physical form, it is requested that the members holding shares in physical form to get their shares dematerialised at the earliest.
24. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, the Notice calling the AGM and the Annual Report has been uploaded on the website of the Company at [www.ankitmetal.com](http://www.ankitmetal.com). The Notice and the Annual Report can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e., [www.evotingindia.com](http://www.evotingindia.com).

### **PROCEDURE TO RAISE QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:**

25. As the AGM is being conducted through VC/OAVM, members are encouraged to express their views/send their queries at least ten (10) days in advance before the meeting mentioning their name, DP Id and Client Id/Folio No., e-mail id, mobile number at [cs@ankitmetal.com](mailto:cs@ankitmetal.com). The same will be replied by the Company suitably.
26. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP Id and Client Id / Folio No., PAN, mobile number at [cs@ankitmetal.com](mailto:cs@ankitmetal.com) on or before Thursday, 21st September, 2023. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. Speakers are requested to submit their questions at the time of registration, to enable the Company to respond appropriately.
27. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.
28. In compliance with provisions of section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) rules, 2014 and as amended from time to time read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards - 2 (SS-2) on General Meetings, the members are informed that the Company is pleased to offer e-voting facility to cast their vote electronically. The Company has made necessary arrangement with the Central Depository Services (India) Limited (CDSL) to facilitate e-voting.

The e-voting facility is available at the link [www.evotingindia.com](http://www.evotingindia.com) vide the EVSN 230826003.

The e-voting facility will be available during the following voting period:

<b>Commencement of e-voting</b>	From: 9:00 a.m. of 25 <sup>th</sup> September, 2023
<b>End of e-voting</b>	Upto: 5:00 p.m. of 27 <sup>th</sup> September, 2023

E-voting shall not be allowed beyond 5.00 p.m. of 27<sup>th</sup> September, 2023.



## **Notice**

The detailed procedure is mentioned below. For the aforesaid purpose the Company has appointed CS K. C Dhanuka of M/s. K. C Dhanuka & Co., Practicing Company Secretaries for scrutinizing the e-voting process in a true and transparent manner.

The Scrutinizer will make, not later than two days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Board of Directors or a person authorized in writing, who shall countersign the same.

The Board or the person authorized in writing forthwith on receipt of the consolidated Scrutinizer's Report, declare the results of the voting. The Results declared, along with the Scrutinizer's Report, shall be placed on the Company's website [www.ankitmetal.com](http://www.ankitmetal.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) immediately after their declaration and communicated to the Stock Exchanges where the Company is listed viz. BSE Limited and National Stock Exchange of India Limited.

Subject to receipt of requisite number of votes, the Resolution(s) set out in the Notice shall be deemed to be passed on the date of the AGM.

### **29. PROCEDURE FOR E-VOTING AND JOINING VIRTUAL MEETINGS DURING THE AGM**

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 No. 14/2020 dated 8<sup>th</sup> April, 2020, Circular No.17/2020 dated 13<sup>th</sup> April, 2020 and Circular No. 20/2020 dated 5<sup>th</sup> May, 2020. The forthcoming AGM will thus be held through Video Conferencing (VC) or Other Audio-Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM 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 & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 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 AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. 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 through VC/OAVM and cast their votes through e-voting.

## Notice

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.ankitmetal.com](http://www.ankitmetal.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM 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](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and MCA Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 and MCA Circular No. 20/2020 dated 5<sup>th</sup> May, 2020.
8. In continuation of this Ministry's **General Circular No. 20/2020**, dated 5<sup>th</sup> May, 2020 and general Circular No. 02/2022 dated 5<sup>th</sup> May, 2022, and after due examination, it has been decided to allow companies whose AGMs were due in the year 2023, to conduct their AGMs on or before 30<sup>th</sup> September, 2023, in accordance with the requirements laid down in Para 3 and 4 of the General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020.

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

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on 25<sup>th</sup> September, 2023 at 9.00 a.m. and ends on 27<sup>th</sup> 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 (record date) of 21<sup>st</sup> September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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.

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

## Notice

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 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"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/Evoting_Login">https://evoting.cdslindia.com/Evoting/Evoting_Login</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 &amp; voting during the meeting.</li> </ol>

## Notice

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select "Register Online for IDeAS" "Portal" or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> 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 &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

(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](http://www.evotingindia.com).

## Notice

- 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](http://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:

		<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN		Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• 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.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)		Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>• 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.</li></ul>

- (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 wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (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.

## Notice

- (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) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non-Individual shareholders are required mandatory to send the relevant Board Resolution, Authority letter etc. together with attested specimen signature of the duly authorized signatory who is authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@ankitmetal.com](mailto:cs@ankitmetal.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

### **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM 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 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.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

## Notice

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 at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@ankitmetal.com](mailto:cs@ankitmetal.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 [cs@ankitmetal.com](mailto:cs@ankitmetal.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 through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
10. If any votes are cast by the shareholders through the e-voting available during the 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 no., name of the shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by e-mail to Company at [cs@ankitmetal.com](mailto:cs@ankitmetal.com).
2. **For Demat Shareholders** - please update your email id and mobile no. with your respective Depository Participant (DP)
3. **For Individual Demat Shareholders** - please update your email id and mobile no. with your respective Depository Participant (DP) which is mandatory while e-voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM and e-voting from the CDSL e-voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

# Notice

## EXPLANATORY STATEMENT IN PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND CLAUSE 1.2.5 OF SECRETARIAL STANDARDS - 2 (SS-2) ON GENRAL MEETING AND SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

### Item No. 3

To ensure stability of supplies in terms of quality and logistics, the Company proposes to enter into transaction(s) with Impex Ferro Tech Limited (IFTL), which is your Group Company. The total value of the proposed transaction(s) could reach to ₹ 200 Crores during the financial year 2023-24.

Section 188 of the Act and the applicable rules framed thereunder provides that any Related Party Transaction will require prior approval of shareholders through ordinary resolution, if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

Impex Ferro Tech Limited (IFTL) being Group Company of Ankit Metal & Power Limited (AMPL), accordingly, transaction(s) entered into with IFTL comes within the meaning of Related Party Transaction(s) in terms of provisions of the Act, applicable rules framed thereunder read with the SEBI Listing Regulations.

Hence, approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by the Company with IFTL in the financial year 2023-24.

Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, particulars of the transactions with IFTL are as follows:

Sl. No.	Particulars	Remarks
1	Name of the Related Party	Impex Ferro Tech Limited (IFTL)
2	Name of the Director or KMP who is related	Mr. Subham Bhagat Mr. Aritro Roy Mr. Sharat Malik Mrs. Sujata Agarwal Mr. Debasish Mukherjee
3	Nature of relationship	Group Company
4	Nature, material terms, monetary value and particulars of the contract or arrangement	Contract for purchase of Silico Manganese etc. and Sale of Manganese Ore, Dolomite, Pearl Coke etc. Monetary value of proposed aggregate transaction(s) during financial year 2023-24 is expected to be ₹ 200 Crores.
5	Any other information relevant or important for the members to take a decision on the proposed resolution	Above materials are used for trading purpose

None of the Directors/Key Managerial Personnel of the Company or their relatives, other than as mentioned above, are in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 3 of the Notice.

The Board recommends the resolution set out at item no. 3 of the Notice for approval by the shareholders.

### Item No. 4

On the basis of recommendation of Nomination & Remuneration Committee, on their meeting held on 14<sup>th</sup> August, 2023, Mr. Subham Bhagat (DIN: 09070773) will be re-appointed as the Chairman cum Managing Director of the Company with effect from 10<sup>th</sup> March, 2024 in terms of Section 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof and in terms with the enabling provisions of the Articles of Association



# Notice

of the Company and subject to such consents, approvals or permissions as may be required, the consent of the members be and is hereby accorded for re-appointment of Mr. Subham Bhagat (DIN: 09070773) as Chairman cum Managing Director of the Company for the further period of two (2) years on the terms and conditions including remuneration as set out in the agreement draft whereof is placed before the Board and signed by the Chairman for the purpose of identification and the said draft Agreement also be and is hereby approved. The office of Chairman cum Managing Director shall be liable to be retire by rotation, provided that if he vacates office by retirement by rotation under the provisions of the Companies Act, 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation, cease to be the Chairman cum Managing Director.

Mr. Subham Bhagat, Chairman cum Managing Director shall be paid the following remuneration for the services rendered by him:

a. Salary: ₹ 25,000/- (Rupees Twenty-Five Thousand Only) per month including all perquisites and allowances.

b. Perquisites/ Allowances: He shall be entitled to the following Perquisites/ Allowances :-

i. House Rent Allowance:	₹ 7,550/- per month.
ii. Transport Allowance:	₹ 1,175/- per month.
iii. Medical Allowance:	₹ 1,175/- per month.
iv. Special Allowance:	₹ NIL/- per month.
v. Bonus:	As may be decided by the Board.
vi. Leave Encashment:	As per applicable rules of the Company.

Leave encashment and Gratuity shall not be included in the computation of ceiling on remuneration.

However, in case of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Subham Bhagat shall be restricted to Section II of Part II of Schedule V of the Companies Act, 2013.

The brief profile of Mr. Subham Bhagat is annexed to the Notice.

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out in the Notice.

The Board recommends the resolution set out in the Notice for approval by the members.

**Statement pursuant to item (iv) under second proviso to clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013**

## **I. GENERAL INFORMATION**

- Nature of Industry:** Ankit Metal & Power Limited was incorporated on 7th August, 2002. The Company is engaged in manufacturing of Iron Ore Pilets, Sponge Iron, MS Billets, Re- Rolled products with a Captive Power Plant (CPP).
- The Company has manufacturing facility located at Bankura in West Bengal.
- Date of Commencement of Commercial Production:** The Company commenced its Commercial Production in 2005.
- Financial Performance of the Company:**

The Financial Performance of the Company is as follows:

(₹ in Lacs)

Particulars	2022-23	2021-22	2020-21
Sales and other Income (Net)	85,407.85	75,748.81	41,791.68
Profit before Depreciation, Interest and Tax but after Prior Period Items	(6,338.80)	(443.16)	(1,274.82)
Depreciation/ Amortization	3,528.39	4,239.58	4,431.05

# Notice

Interest and Finance Charges	7.55	479.57	1,864.67
Tax Expenses	-	-	-
Profit/(Loss) before Exceptional items	(9,874.73)	(5,162.31)	(7,570.54)
Exceptional Gain / (Loss)	-	-	-
<b>Profit/(Loss) after Tax</b>	<b>(9,874.73)</b>	<b>(5,162.31)</b>	<b>(7,570.54)</b>

## Foreign Earnings, investments or collaborations:

Particulars	2022-23	2021-22	2020-21
Foreign Earnings	NIL	NIL	NIL
Foreign Investments or Collaborations	NIL	NIL	NIL

## II. INFORMATION ABOUT APPOINTEE

Sl. No	Particulars	Mr. Subham Bhagat
1	Background Details	He is Commerce Graduate having experience in the matters of Finance and Company Law.
2	Past Remuneration	₹ 25,000
3	Job Profile & his suitability	He is Chairman cum Managing Director of the Company. He contributes with his experience and provides guidance to the Senior management of the Company.
4	Remuneration proposed	As detailed above.
5	Comparative remuneration profile with respect to Industry Size of the Company, profile of the position and person	The proposed remuneration is commensurate with the size and nature of business of the Company and the responsibility of the appointee. The remuneration do differ from Company to Company in the Industry depending on the respective operations.
6	Pecuniary relationship, directly or indirectly, with the Company or relationship with the managerial personnel, if any	Mr. Subham Bhagat does not have any pecuniary relationship apart from getting remuneration from the Company and have not any other relationship with the managerial personnel.

## III. OTHER INFORMATION

### *Reason of Loss or inadequate profits*

During the past years, performance of the Company has been adversely affected mainly because of external factors beyond management control, due to which the Company was not able to meet the repayment obligations of the lenders. The Working Capital of the Company has been substantially depleted in the earlier years which significantly impacted the operating capacity resulting in higher costs.

### *Steps taken or proposed to be taken for improvement*

The Company undertook several steps for lowering the overheads and aligning resources with current level of operations. The Company is focusing on cost competitiveness. The Management is now actively working with various lenders and financial institutions to restructure the loans of the Company in order to bring down the debt to sustainable levels

# Notice

## *Expected increase in productivity and profits in measurable terms*

The management has adopted focused and aggressive business strategies and functions to improve the sales and profitability of the Company which includes cutting down costs. The economy is expected to do well from the FY 2023-24. The Management is confident of higher growth ratio in the period to come. Ankit Metal & Power Limited is well placed in the market to benefit from the increased demand and being an integrated player in the industry the future looks bright.

## IV. DISCLOSURES

The details of remuneration and other information as required will be given under the Board of Directors Report under the head Corporate Governance.

### Item No.5

As recommended by Audit Committee, the Board of Directors had appointed M/s. A.J.S & Associates, Cost Accountants (Registration No. 000106), being eligible and having sought re-appointment, as Cost Auditor of the Company, for a remuneration of ₹ 40,000/- plus applicable taxes and re-imburement of out of pocket expenses incurred by them to conduct an audit of the cost accounting records maintained by the Company for the current financial year beginning from 1<sup>st</sup> April, 2023 and ending on 31<sup>st</sup> March, 2024.

In terms of section 148 of the Companies Act, 2013 read with rule 14 of the Companies (Audit and Auditors) rules, 2014, the aforesaid remuneration is required to be ratified by members.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board recommends the resolution set out at Item No. 5 of the Notice for approval by the shareholders.

### ADDITIONAL INFORMATION:

#### DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT

The relevant details of Directors seeking appointment/re-appointment as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards on General Meetings (SS-2) are given below:

<b>Name of Director</b>	<b>Mr. Subham Bhagat</b>
<b>Date of Birth (age)</b>	12.03.1994 (29 years)
<b>Date of first appointment on the Board</b>	08.03.2021
<b>Brief Resume including qualification</b>	He is Commerce Graduate having experience in the matters of Finance and Company Law.
<b>Experience (including nature of his expertise in specific functional areas)</b>	He is having good knowledge in the area of Finance and Company Law matters.
<b>Terms and conditions of re-appointment</b>	As per the agreement executed between the Company and Mr. Subham Bhagat dated 9 <sup>th</sup> March, 2022.
<b>Details of remuneration sought to be paid</b>	₹ 25,000/- per month
<b>Remuneration last drawn</b>	Not Applicable
<b>No. of Meetings of the Board attended during the year</b>	Ten (10)
<b>Relationship with other Directors/ Key Managerial Personnel</b>	None

## Notice

<b>Directorships in other Listed Companies</b>	Impex Ferro Tech Ltd.
<b>Membership/Chairmanships of the Committees** of the Board of other Listed Companies</b>	<b>Impex Ferro Tech Ltd.</b> - Member in Audit Committee. - Member in Stakeholders Relationship Committee.
<b>Shareholding</b>	NIL

\*\* Committee herein refers Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee.

# Directors' Report

## Dear Shareholders,

The Directors are pleased to present the 21<sup>st</sup> Annual Report of the Company together with Audited Accounts for the Financial Year ended 31<sup>st</sup> March, 2023.

### FINANCIAL HIGHLIGHTS

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

Particulars	Current Year	Previous Year
	31.03.2023	31.03.2022
Revenue from Operation	85,399.17	75,672.12
Other Income	8.68	76.69
<b>Total Revenue</b>	<b>85,407.85</b>	<b>75,748.81</b>
<b>Profit before Finance Cost, Depreciation and Tax</b>	<b>(6,338.80)</b>	<b>(443.16)</b>
Less: Depreciation & Amortization	3,528.39	4,239.58
Less: Finance Cost	7.55	479.57
Less: Tax Expenses	-	-
<b>Net Profit after Tax</b>	<b>(9,874.73)</b>	<b>(5,162.31)</b>
Add: Other Comprehensive Income	128.49	63.12
<b>Total Comprehensive Income</b>	<b>(9,746.24)</b>	<b>(5,099.19)</b>

**Note:** Figures of the previous year has been re-grouped/revised wherever necessary.

### FINANCIAL AND OPERATIONAL REVIEW

During the year under review, the Company has achieved total Revenue from operation of ₹ 85,399.17 Lacs as against ₹ 75,672.12 Lacs in previous year registering an increase of 12.85%. The Company incurred a loss of ₹ 9,874.73 Lacs as against loss of ₹ 5,162.31 Lacs in the previous year. The losses are mainly attributed due to liquidity crunches and increase in input cost.

### GENERAL RESERVE

The Company has not transferred any amount to the General Reserve due to the losses incurred during the financial year 2022-23.

### DIVIDEND

In view of the losses incurred by the Company, the Directors of the Company do not recommend any dividend for the financial year 2022-23.

### BOARD MEETINGS

The Board met ten (10) times during the year, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### CHANGES IN SHARE CAPITAL AND MEMORANDUM OF ASSOCIATION

There was no change in the Share Capital and Memorandum of Association and Articles of Association of the Company during the financial year 2022-23.

# Directors' Report

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

### *Appointment/Re-appointment*

The term of Mr. Subham Bhagat (DIN: 09070773) as Chairman cum Managing Director of the Company will expire on 7<sup>th</sup> March, 2024. The Board of Directors in their meeting held on 14<sup>th</sup> August, 2023 proposed for his re-appointment w.e.f. 8<sup>th</sup> March, 2024 subject to the approval of Shareholders in the ensuing Annual General Meeting.

Mr. Vipul Jain (PAN: AOOPJ4246B) was appointed as a Chief Financial Officer (CFO) of the Company by the Board of Directors of the Company w.e.f. 30<sup>th</sup> May, 2022.

Mr. Vishal Shah (ACS-70485) was appointed as a Company Secretary and Compliance Officer of the Company by the Board of Directors of the Company w.e.f. 3<sup>rd</sup> January, 2023.

### *Retirement*

In accordance with the provisions of the Companies Act, 2013, Mr. Satish Kumar Singh (DIN: 05295625), retires by rotation and being eligible, offers himself for re-appointment.

### *Resignation*

During the year Mr. Ankit Jain, Independent Director of the Company has resigned from the post of Director w.e.f. 15<sup>th</sup> September, 2022 due to some personal reasons.

During the year Mr. Saurabh Jhunjunwala, Ex-Chief Financial Officer (CFO) of the Company has resigned from the post of Chief Financial Officer (CFO) of the Company w.e.f. 13<sup>th</sup> April, 2022 due to some personal and unavoidable reasons.

During the year Mrs. Vineeta Barmecha, Ex-Company Secretary of the Company has resigned from the post of Company Secretary and Compliance Officer of the Company w.e.f. 15<sup>th</sup> December, 2022 due to some personal reasons.

Mr. Vishal Shah, Ex-Company Secretary of the Company has resigned from the post of Company Secretary and Compliance Officer of the Company w.e.f. 11<sup>th</sup> June, 2023 due to some personal reasons.

### *Key Managerial Personnel's (KMPs)*

Pursuant to the provisions of section 203 of the Companies Act, 2013, the KMP's of the Company at the end of the F.Y., 2022-23 are:

1. Mr. Subham Bhagat, Chairman cum Managing Director
2. Mr. Vishal Shah, Company Secretary
3. Mr. Vipul Jain, Chief Financial Officer

Pursuant to the provisions of section 203 of the Companies Act, 2013, the KMP's of the Company as on date are:

1. Mr. Subham Bhagat, Chairman cum Managing Director
2. Mr. Vipul Jain, Chief Financial Officer

## DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of Internal Financial Controls maintained by the Company, work performed by the Internal, Statutory, Cost and Secretarial Auditors and external agencies, the reviews performed by Management and the relevant Board Committees, the Board with the concurrence of the Audit Committee, is of the opinion that the Company's Internal Financial Controls were adequate and effective as on 31st March, 2023.

Accordingly, pursuant to section 134(5) of the Companies Act, 2013, the Board of Directors to the best of their knowledge and ability confirm:

# Directors' Report

- a) that in the preparation of the annual accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- b) that we have selected such accounting policies and applied them consistently and made judgements 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) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual accounts have been prepared on a “going concern” basis;
- e) that proper internal financial controls were laid down and that such internal financial controls are adequate and were operating effectively; and
- f) that proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

## **CREDIT RATING**

During the year under review Credit Rating has not been done. The Company's credit rating for the last available year for Long-Term and Short-Term debts/facilities was D as given by ICRA Limited.

## **DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES**

During the year under review, no Company has become or ceased to exist as the subsidiary of the Company. The Company has also not entered into any Joint Venture nor become an Associate Company during the year under review.

## **WEB ADDRESS OF ANNUAL RETURN**

Pursuant to the provisions of the Companies Act, 2013 read with applicable rules made thereunder, the extract of Annual Return of the Company has been disclosed on the website of the Company at <https://www.ankitmetal.com/annual-return.html>.

## **PUBLIC DEPOSITS**

The Company has not accepted any deposits or unclaimed amount within the meaning of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) rules, 2014.

## **INSURANCE**

The properties and insurable assets and interests of the Company, like building, plant and machinery and stocks, among others are adequately insured.

## **BUSINESS RESPONSIBILITY REPORT**

The Business Responsibility Report as per Regulations 34(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is not applicable to the Company as the Company does not fall under top 500 listed companies on the basis of market capitalization.

## **DIVIDEND DISTRIBUTION POLICY**

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, top 500 listed companies based on market capitalisation are required to formulate a Dividend Distribution Policy. Accordingly, the Company is not required to formulate the Dividend Distribution Policy.

# Directors' Report

## AUDIT AND AUDITORS

### **STATUTORY AUDITOR**

In terms of the provisions of section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 M/s. J.B.S & Company, Chartered Accountants (FRN: 323734E) was appointed as the Statutory Auditors of the Company for a 2<sup>nd</sup> consecutive period of five (5) years from the conclusion of the 20<sup>th</sup> Annual General Meeting till the conclusion of the 25<sup>th</sup> Annual General Meeting

### **STATUTORY AUDITOR OBSERVATION**

**The Statutory Auditor has put the qualification remark in their report. The details are as follows :-**

We draw your attention to **Note No. 28** of the accompanying Financial Statements regarding non provision of interest expense on the borrowings of the Company amounting to ₹15,563.02 Lacs for the year ended 31<sup>st</sup> March, 2023 (cumulative non provision of ₹ 95,913.89 Lacs till 31<sup>st</sup> March, 2023) and penal interest and charges thereof (amount remaining unascertained) which is not in accordance with the requirements of Ind AS 23: Borrowing Costs read with Ind AS 109: Financial Instruments.

Had the aforesaid interest expense been recognized, the finance cost for the year ended 31<sup>st</sup> March, 2023 would have been ₹ 15,570.57 Lacs instead of reported amount of ₹ 7.55 Lacs. The total expenses for the year ended 31<sup>st</sup> March, 2023 would have been ₹ 1,11,837.45 Lacs instead of ₹ 95,282.58 Lacs. The Net Loss after tax for the year ended 31<sup>st</sup> March, 2023 would have been ₹ 26,429.60 Lacs instead of reported amount of ₹ 9,874.73 Lacs. Total Comprehensive Loss for the year ended 31<sup>st</sup> March, 2023 would have been ₹ 26,301.12 Lacs instead of reported amount of ₹ 9,746.24 Lacs. Other equity as on 31<sup>st</sup> March, 2023 would have been ₹ (1,99,281.11) Lacs instead of reported amount of ₹ (1,02,375.36) Lacs and Other Current Financial Liability as on 31<sup>st</sup> March, 2023 would have been ₹1,17,125.00 Lacs instead of reported amount of ₹ 20,219.26 Lacs.

(The above reported interest has been calculated by using Simple Interest Rate).

### **Our comments are as under:**

Various credit facilities availed from SBI, Allahabad Bank, IOB, UBI and IDBI have been assigned by the respective banks and Asset Reconstruction Companies under various assignment agreements between the respective banks and Asset Reconstruction Companies. In absence of information about the terms of assignments, the Company is carrying the various credit facilities as appearing in the books as per the previous terms with the respective banks.

In view of the above, pending finalization of the restructuring plan, the company has not provided accrued interest in its books during the quarter as the account was declared NPA by the banks. The amount of interest has been recognised in the books of accounts to the extent amount charged/realised by the banks as reflected in the Bank Statements. The amount of interest not so provided stands at ₹ 3,521.46 Lacs and ₹ 15,563.02 Lacs for the quarter and year ended 31<sup>st</sup> March, 2023 respectively and penal interest and charges thereof (amount remaining unascertained). The unprovided liability in respect of interest on Long-Term and Short-Term Borrowings as on 31<sup>st</sup> March, 2023 amounted to ₹ 95,913.89 Lacs. The same have consequential impact on the reported figures.

### **COST AUDITOR**

In terms of section 148 of the Companies Act, 2013 read with rule 14 of the Companies (Audit and Auditors) Rules, 2014, on the recommendation of Audit Committee, the Board of Directors has re-appointed M/s. A.J.S. & Associates, Cost Accountants (FRN: 000106), as Cost Auditor of the Company, at a remuneration of ₹ 40,000/- plus applicable taxes and re-imbursalment of out of pocket expenses incurred by them to conduct an audit of the cost accounting records maintained by the Company for the current financial year beginning from 1<sup>st</sup> April, 2023 and ending on 31<sup>st</sup> March, 2024.



# Directors' Report

As required under section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is being placed at the ensuing Annual General Meeting for ratification by the members.

## **COST RECORDS**

The Company has duly prepared and maintained the cost records of the business activities carried out by the Company during the financial year 2022-23 as required pursuant to the provisions of section 148(1) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014.

## **SECRETARIAL AUDIT REPORT**

In terms of section 204 of the Companies Act, 2013 and rules made there under, Mr. K. C Dhanuka of M/s. K. C Dhanuka & Co. have been appointed as Secretarial Auditor of the Company for the financial year 2022-23. The report of the Secretarial Auditor in Form MR-3 is enclosed as **Annexure-I** to this report.

## **SECRETARIAL AUDITOR OBSERVATION**

The Secretarial Auditor has the following observation in Form MR-3 enclosed as **Annexure-I**

- i. The Company has defaulted in the payment of statutory dues within the prescribed time.
- ii. The Company has delayed in submission of Financial Results for the quarter ended 31<sup>st</sup> March, 2022 to Bombay Stock Exchange by 1 minute and to National Stock Exchange by 70 minutes as required by Regulation 30 of SEBI (LODR) Regulations, 2015.

## **Our comment is as under:**

- i. Statutory payments were delayed mainly due to poor liquidity position.
- ii. The delay was made due to some technical error.

## **SECRETARIAL COMPLIANCE REPORT**

Pursuant to SEBI Circular no. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and Regulation 24(A) of the SEBI Listing Regulations, Secretarial Compliance Report for the financial year ended 31st March, 2023 issued by M/s. K. C Dhanuka & Co., (Prop. Mr. K. C Dhanuka, FCS - 2204), Practicing Company Secretary is annexed herewith and marked as **Annexure-II** to this report. The Secretarial Compliance Report does not contain any qualifications, reservation or adverse remarks.

## **INTERNAL AUDITOR**

In terms of section 138 of the Companies Act, 2013 read with rule 13 of the Companies (Accounts) Rules, 2014, on the recommendation of Audit Committee, the Board of Directors has re-appointed M/s. NR & Associates, Cost Accountants, (FRN: 102903) as Internal Auditor of the Company for the financial year 2023-24 at a remuneration fixed by the Board of Directors of the Company in consultation with the Auditors.

## **INTERNAL FINANCIAL CONTROL SYSTEM**

The Companies Act, 2013 has mandated the Company to have a formal framework of Internal Financial Controls (IFC) and has also laid down specific responsibilities on the Board, Audit Committee, Independent Directors and Statutory Auditor with regard to IFC.

The financial control system and framework is required to ensure:

- The orderly and efficient conduct of its business,
- 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.

# Directors' Report

The Board reviews the effectiveness of controls documented as part of Internal Financial Control (IFC) framework and take necessary corrective actions, where weaknesses are identified as a result of such reviews. This review covers entity level controls, fraud risk controls and information technology environment.

The policies and procedures adopted by the Company ensures the orderly and efficient conduct of its business and adherence to the Company's policies, prevention and detection of frauds and errors, accuracy and completeness of the records and the timely preparation of reliable financial information.

Based on this evaluation, no significant events had come to notice during the year that have materially affected or are reasonably likely to materially affect our IFC. The management has also come to the conclusion that the IFC and other financial reporting was effective during the year and is adequate considering the business operations of the Company.

The Statutory Auditor of the Company has audited the Internal Financial Control over Financial Reporting and their Audit Report is annexed as Annexure-B to the Independent Auditor's Report under Financial Statements.

The Statutory Auditor of the Company has audited the IFC over Financial Reporting and their Audit Report is annexed to the Independent Auditors' Report under Financial Statements.

## **DETAILS RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND EMPLOYEES OF THE COMPANY**

Disclosure pertaining to remuneration and other details as required under section 134(3)(q), 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and subsequent amendments thereto is annexed to this Directors' Report as **Annexure - III**.

## **ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**

A statement giving details of Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo as required under section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules 2014, is annexed to this report as **Annexure - IV**.

## **DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT**

The Board has formulated a Code of Conduct for the Board members and Senior Management of the Company, which has been posted on the website of the Company.

It is hereby affirmed that all the Directors and Senior Management Personnel have complied with the Code and a confirmation to that effect has been obtained from the directors and the senior management.

## **PREVENTION OF INSIDER TRADING**

The Company already had a structured Code of Conduct for Prevention of Insider Trading, with a view to regulate trading insecurities by the Directors and designated employees of the Company. The Code has been further streamlined to keep parity with the Companies Act, 2013 and SEBI (Prohibition of Insider Trading) Regulations, 2018 and be named as 'Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders' which is also displayed on the website of the Company [www.ankitmetal.com](http://www.ankitmetal.com).

The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All the Directors and designated employees, who hold any shares in the Company, have confirmed compliance with the Code.

# Directors' Report

## **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS/ TRIBUNALS**

To the best of our knowledge, the Company has not received any such order by Regulators, Courts or Tribunals during the year under review which may impact the Going Concern status or the Company's operations in future during year under review. The Company has complied with all the requirements of the Uniform Listing Regulations with the Stock Exchanges as well as regulations and guidelines of SEBI.

## **MATERIAL CHANGES AFFECTING THE COMPANY**

The overall steel industry has been severely impacted by significant rises in input costs and scarcity of coal due to the war in Ukraine. This has significantly impacted availability of key raw materials along with disruptions in the supply chain. The rising inflation and Indian government policy of keeping the prices in check by imposing various duties on the steel sector has further aggravated the situation.

## **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The details of the investments made by Company are given in the notes to the Financial Statements.

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis. During the year, the Company had not entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions between the Company and the Directors, the management, or the relatives except for those disclosed in the Financial Statements. The Company has sought omnibus approval for Related Party Transactions as per Regulation 23(3) of SEBI LODR Regulations, 2015 for the Financial Year 2023-24.

Accordingly, particulars of contracts or arrangements entered into by the Company with related parties referred to in section 188(1) of the Companies Act, 2013 in Form AOC-2 i.e., **Annexure - V** is Nil. The Policy on materiality of related party transaction as approved by the Board may be accessed on the Company's website, [www.ankitmetal.com](http://www.ankitmetal.com).

## **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Board has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for selection and appointment of Directors, Key Managerial Personnel and their remuneration. A note on Nomination and Remuneration Policy has been made part of the Corporate Governance Report

## **RISK MANAGEMENT POLICY**

The Company has a defined Risk Management framework to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The Risk Management Policy provides for identification of risk, its assessment and procedures to minimize risk. The policy is periodically reviewed to ensure that the executive management controls the risk as per decided policy.

## **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2014**

The Company has a policy on Sexual Harassment in line with the requirements of the Sexual Harassment of any employee at workplace. The Complaint Committee will redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

# Directors' Report

The details related to complaints pertaining to sexual harassment during the financial year 2022-23 is covered under the Corporate Governance Report which forms part of this Annual Report.

## **PROCEEDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016**

During the year under review, there were three (3) cases proceedings were carried out under Insolvency and Bankruptcy Code, 2016. List are attached as **Annexure-VI**

## **STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149(6)**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges.

## **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

The Company proactively keeps its Directors informed of the activities of the Company, its management and operations and provides an overall industry perspective as well as issues being faced by the industry. The Familiarisation Programme Policy and details of familiarization programmes for Independent Directors is available on the Company's website [www.ankitmetal.com](http://www.ankitmetal.com)

## **AUDIT COMMITTEE**

The composition and terms of reference of the Audit Committee has been furnished in the Corporate Governance Report which forms part of this Annual Report. There has been no instance where the Board has not accepted the recommendations of the Audit Committee.

## **NOMINATION AND REMUNERATION COMMITTEE**

The composition and terms of reference of the Nomination and Remuneration Committee has been furnished in the Corporate Governance Report which forms part of this Annual Report.

## **STAKEHOLDERS' RELATIONSHIP COMMITTEE**

The composition and terms of reference of Stakeholders' Relationship Committee has been furnished in the Corporate Governance Report which forms part of this Annual Report.

## **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

In line with the provisions of the Companies Act, 2013, the Company has framed its Corporate Social Responsibility (CSR) policy for the development of programmes and projects for the benefit of weaker sections of the society and the same has been approved by the CSR Committee and the Board of Directors of the Company. The Company has not spent any amount in CSR activities since the Company has incurred losses during the previous three (3) years eroding the entire net worth of the Company.

## **VIGIL MECHANISM POLICY**

In terms of section 177 of the Companies Act, 2013, rules framed thereunder and regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has a vigil mechanism in place for the Directors and employees of the Company through which genuine concerns regarding various issues relating to inappropriate functioning of the organisation can be communicated. For this purpose, the Board has a Vigil Mechanism and the same has been uploaded on the website of the Company i.e., [www.ankitmetal.com](http://www.ankitmetal.com) and available at the link <http://www.ankitmetal.com/vigil-mechanism.pdf>. The policy has been constituted under the guidance of the Chairman of the Audit Committee. During the year under review, there has been no incidence reported which required action by the Audit Committee.

# Directors' Report

## PERFORMANCE/BOARD EVALUATION

In pursuance to section 134 of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014 and SEBI (LODR) Regulations, 2015, the Nomination and Remuneration Committee adopted a formal mechanism for evaluating the performance of the Board of Directors as well as that of its Committees and individual Directors, including Chairman of the Board, Key Managerial Personnel/ Senior Management etc.

The Board has carried out an annual evaluation of its own performance, the directors individually as well as the evaluation of the functioning of various Committees based on various parameters such as composition of the Board, experience, competencies, contribution towards accurate financial reporting, strategic guidance, risk mitigation, internal controls, governance, leadership and talent development, managing external stakeholders, governance issues, etc. The Independent Directors also carried out the evaluation of the Chairman and the Non-Independent Directors, the details of which are covered in the Corporate Governance Report.

## CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out in regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Corporate Governance Report as stipulated under the above regulation forms an integral part of this Annual Report.

## MANAGEMENT DISCUSSION AND ANALYSIS

Management's Discussion and Analysis for the year under review, as stipulated under regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section forming part of this Annual Report.

## CEO/CFO CERTIFICATION

As required by regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CEO/CFO certification has been submitted to the Board and forms an integral part of this Annual Report.

## COMPLIANCE WITH SECRETARIAL STANDARDS

During the financial year, the Company has complied with applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

## AWARDS & ACHIEVEMENTS

During the year under review the Company has not received any awards.

## GREEN INITIATIVES IN CORPORATE GOVERNANCE

The Company welcomes and supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report to shareholders at their e-mail address previously registered with the DPs/Company/RTAs. Those holding shares in demat form can register their e-mail address with their concerned DPs.

The Company has made the arrangement with Depositories/RTA for updating the email address of the concerned shareholders for supply of Annual Report in electronics means due to non-printing of Annual Report physically.

To support the 'Green Initiative', the members who have not registered their e-mail addresses are requested to register the same with Registrar and Share Transfer Agent/Depositories for receiving all the communications including Annual Report, Notices, Circulars etc. from the Company electronically.



# Directors' Report

Pursuant to the MCA Circulars and SEBI Circular, the Notice of the 21<sup>st</sup> AGM and the Annual Report of the Company for the financial year ended 31st March, 2023 including therein the Audited Financial Statements for the year 2022-23, are being sent only by email to the Members.

## OTHER DISCLOSURE REQUIREMENTS

- The disclosures and reporting with respect to issue of equity shares with differential rights as to dividend, voting or otherwise is not applicable as the Company has not issued any such shares during the reporting period.
- The disclosures and reporting on issue of shares (including sweat equity shares and issue of shares under Employees Stock Option Scheme) to employees of the Company under any scheme are not applicable as the Company has not issued any such shares during the reporting period.
- As far as possible, the Company has complied with the applicable provisions of Secretarial Standards SS-1 and SS-2.
- There is no change in the nature of the business of the Company.

## APPRECIATION

The Directors wish to extend their thanks and appreciation for the valuable and continued support received from the Shareholders, Company's Bankers, Central and State Government Authorities, Stock Exchange(s), Depository Participants (DP's) and all other Business Associates for the growth of the organisation.

The Directors also wish to place on record their deep appreciation to all the employees for their commitment and continued contribution to the Company.

## ANNEXURE FORMING PART OF THE DIRECTORS REPORT

The Annexures referred to in this Report and other information which are required to be disclosed are annexed herewith and forms part of the Directors Report:

<i>Annexure</i>	<i>Particulars</i>
<b>I</b>	Secretarial Audit Report (Form MR 3).
<b>II</b>	Secretarial Compliance Report.
<b>III</b>	Particulars of Employees.
<b>IV</b>	Prescribed particulars of Conservation of Energy, Technology, Absorption and Foreign Exchange Earnings and Outgo.
<b>V</b>	Particulars of Contract or Arrangements with Related Parties (Form AOC 2).
<b>VI</b>	List of Insolvency and Bankruptcy Code, 2016.

**For and on behalf of the Board of Directors  
Ankit Metal & Power Limited**

**Subham Bhagat**  
Chairman cum Managing Director  
(DIN: 09070773)

**Place:** Kolkata

**Date:** 14<sup>th</sup> August, 2023.

# Annexure to the Directors' Report

Annexure- I

Form No. MR-3

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023

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

To,  
The Members,  
**Ankit Metal & Power Limited**  
35, Chittaranjan Avenue,  
Kolkata - 700 012

- 1) We have conducted the secretarial audit of **Ankit Metal & Power Limited** having its registered office at 35, Chittaranjan Avenue, Kolkata - 700 012 and having CIN L27101WB2002PLC094979 (hereinafter called "The Company"), for the financial year ended on 31<sup>st</sup> March, 2023 ("the period under review"). The aforesaid Secretarial Audit has been conducted pursuant to the provisions of section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with the Guidance Note on Secretarial Audit (Release - 1.2) of The Institute of Company Secretaries of India, in a manner that provided us a reasonable basis for evaluating the corporate conduct and the process of statutory compliances under various statutes, rules, regulations, guidelines, as indicated here in below in the instant report and as such expressing my opinion thereon.
- 2) Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.
- 3) We have examined the secretarial compliance based on the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2023 and as shown to us during our audit, according to the provisions of the following laws:
  - i. The Companies Act, 2013 (the Act) and the rules made thereunder;
  - ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
  - v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
    - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
    - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
    - e. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) Regulations, 2015.)

# Annexure to the Directors' Report

- vi. Other than the fiscal, labour and environmental laws, which are generally applicable to all manufacturing, trading companies, there is no such law that applies specifically to the Company. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes in place to monitor and ensure compliance with those laws.
- vii. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company during the period under review:
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
  - The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
- 4) We have also examined compliance with the Secretarial Standards (SS 1 AND SS 2) issued by the Institute of Company Secretaries of India (ICSI).
- 5) During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Standards, etc. mentioned above except to the extent as mentioned below:
- i. It has been observed that the Company has defaulted in the payment of statutory dues within the prescribed time.
  - ii. The Company has delayed in submission of Financial Results for the quarter ended 31<sup>st</sup> March, 2022 to Bombay Stock Exchange by 1 minute and to National Stock Exchange by 70 minutes as required by Regulation 30 of SEBI (LODR) Regulations, 2015.
- 6) We further report to the best of our understanding that,
- a) The Board of Directors of the Company is duly constituted as per the provision of Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the time being. The changes in the composition of Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
  - b) Adequate notice is given to all Directors for the Board and Committee Meetings. Agenda and notes on agenda were sent in advance, and further information and clarifications on the agenda items were provided for meaningful participation at the meeting.
  - c) All decisions at Board Meetings and Committee Meetings are carried out unanimously, as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.
- 7) We further report to the best of our understanding that,
- a) Mr. Ankit Jain, Independent Director of the Company has resigned w.e.f., 15<sup>th</sup> September, 2022
  - b) Mrs. Vineeta Barmecha, Company Secretary and Compliance Officer of the Company has been resigned w.e.f., 15<sup>th</sup> December, 2022 and Mr. Vishal Shah, Company Secretary and Compliance Officer of the Company has been appointed w.e.f., 3<sup>rd</sup> January, 2023
  - c) Mr. Saurabh Jhunjhunwala, Chief Financial Officer of the Company has been resigned w.e.f., 13<sup>th</sup> April, 2022 and Mr., Vipul Jain, Chief Financial Officer of the Company has been appointed w.e.f., 30<sup>th</sup> May, 2022
  - d) Mr. Shubham Bhagat as Chairman cum Managing Director of the Company has been re-appointed by the Board in their meeting held on 7<sup>th</sup> March, 2022 for 2 years w.e.f., 7<sup>th</sup> March, 2022 and has been ratified by the members through Postal Ballot dated 2<sup>nd</sup> June, 2022. The requisite form yet to be filed.
  - e) The Company has delayed in filing Form DIR-12 for Appointment of Mr. Vishal Shah as Company Secretary and Compliance Officer with an Additional Fees.

We further report that during the year under audit which have the major bearing on the Company's affairs:



# Annexure to the Directors' Report

1. The accumulated losses of the Company have eroded the entire net worth of the Company indicating the uncertainty about the Company's ability to continue on a going concern basis.

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.

It is stated that the compliance of all the applicable provisions of the Companies Act, 2013 and other laws is the responsibility of the management. We have relied on the representation made by the Company and its Officers for systems and mechanism set-up by the Company for compliance under applicable laws. Our examination, on a test-check basis, was limited to procedures followed by the Company for ensuring the compliance with the said provisions. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted its affairs. We further state that this is neither an audit nor an expression of opinion on the financial activities/statements of the Company. Moreover, we have not covered any matter related to any other law which may be applicable to the Company except the aforementioned corporate laws of the Union of India.

**K. C. DHANUKA & CO.**  
Company Secretaries

**K. C. DHANUKA**  
Proprietor  
FCS-2204, CP-1247  
**Peer Review Certificate No. 2776/2022**  
**UDIN: F002204E000799616**

**Place:** Kolkata

**Date:** 14<sup>th</sup> August, 2023

# Annexure to the Directors' Report

Annexure- II

## ANNUAL SECRETARIAL COMPLIANCE REPORT

### Secretarial Compliance Report of Ankit Metal & Power Ltd. for the year ended 31<sup>st</sup> March, 2023

We have examined:

- (a) all the documents and records made available to us and explanation provided by Ankit Metal & Power Ltd,
- (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 certification,

for the year ended March 31, 2023 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; (Not applicable to the listed entity during the Review Period)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the listed entity during the Review Period);
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the listed entity during the Review Period)
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;

I/We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	<b>Secretarial Standards:</b> 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.	YES	

## Annexure to the Directors' Report

2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed and updated on time, as per the regulations/ circulars/ guidelines issued by SEBI</li> </ul>	YES	
3.	<b>Maintainance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>The listed entity is maintaining a functional website</li> <li>Timely dissemination of the documents/ information under a separate section on the website</li> <li>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.</li> </ul>	YES	
4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	YES	
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t</b> <ol style="list-style-type: none"> <li>Identification of material subsidiary companies</li> <li>Disclosure requirement of material as well as other subsidiaries.</li> </ol>	NO NO	The Company does not have any Subsidiary or Material Subsidiary.
6.	<b>Preservation of Documents:</b> 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 Regulation, 2015	YES	
7.	<b>Performance Evaluation:</b> 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	
8.	<b>Related Party Transactions:</b> <ol style="list-style-type: none"> <li>The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</li> <li>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</li> </ol>	YES YES	
9.	<b>Disclosure of events or information:</b> 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	

## Annexure to the Directors' Report

10.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> 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 (**).	No	No action taken by SEBI or Stock Exchange
12.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/ circular/ guidance note, etc.	No	No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.

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:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	(i) If the auditor has resigned within 45 days from the end of a quarter of a financial year, the the auditor before such resignation, has issued the limited review/ audit report for such quarter.  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	NA	Auditor has not resigned during the financial year 2022-23
2.	Other conditions relating to resignation of statutory auditor		

## Annexure to the Directors' Report

	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>(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 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>	<p>NA</p> <p>NA</p>	<p>No concerns were reported by the Auditors to the Audit Committee during the Financial Year 2022-23</p> <p>No such cases identified during the financial year 2022-23</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 18 <sup>th</sup> October, 2019.	NA	Auditor has not resigned during the financial year 2022-23

# Annexure to the Directors' Report

- 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:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/ Circular No.	Deviation	Action taken by	Type of action	Details of violation	Fine Amount	Observations/remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Reg 30 read with Schedule III of SEBI (LODR) Regulations, 2015	Regulation 30 of EBI (LODR), Regulations, 2015	The financial results for the quarter ended 31.03.2022 intimated to BSE by 1 minute. The financial results for the quarter ended 31.03.2022 intimated to NSE by 70 minutes.	No	No	Delay the intimation of financial results for quarter ended 31.03.2022 by 1 minute to BSE. Delay the intimation of financial results for quarter ended 31.03.2022 by 70 minutes to NSE.	No	As told by the management, they will do in time in future	As intimated that the server was not properly working	NA

- b. The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/ Circular No.	Deviation	Action taken by	Type of action	Details of violation	Fine Amount (₹)	Observations/remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Disclosure in submission of Annual Report as required by Regulation 34 of SEBI (LODR)	Regulation 34 of SEBI (LODR) Regulations	Delayed in submission of Annual Report	NSE Ltd.- E-mail dated 17th January, 2022	Fines	Delayed in submission of Annual Reports for the year	23,600/-	Fine of ₹ 23,600/- imposed by the NSE Ltd was paid by the Company	Fine Amount fully paid	NA

## Annexure to the Directors' Report

	Regulations, 2015.	, 2015.	ts for the year ended 31st March, 2021.	2		ended 31st March, 2021.		on 3rd February, 2022 through NEFT		
2.	Disclosure in submission of Annual Report as required by Regulation 34 of SEBI (LODR) Regulations, 2015.	Regulation 34 of SEBI (LODR) Regulations, 2015.	Delayed in submission of Annual Reports for the year ended 31st March, 2021.	BSE Ltd - E-mail dated 17th January, 2022	Fines	Delayed in submission of Annual Reports for the year ended 31st March, 2021.	23,600/-	Fine of Rs.23,600/- imposed by the BSE Ltd was paid by the Company on 3rd February, 2022 through NEFT	Fine Amount fully paid	NA

**K. C. DHANUKA & CO.**  
Company Secretaries

**K. C. DHANUKA**  
Proprietor  
FCS-2204, CP-1247  
Peer Review Certificate No. 2776/2022  
UDIN: F002204E000376402

**Place:** Kolkata

**Date:** 25<sup>th</sup> May, 2023.

# Annexure to the Directors' Report

Annexure- III

## PARTICULARS OF EMPLOYEES

Sl. No.	Name of Director/KMP & Designation	Remuneration of Director/KMP for Financial Year 2022-23	% increase in Remuneration in the Financial Year 2022-23	Ratio of remuneration of each Director to median remuneration of employees
1.	Mr. Subham Bhagat (Chairman cum Managing Director)	₹ 3,00,000	0%	1.01
2.	Mr. Saurabh Jhunjhunwala* (Chief Financial Officer)	₹ 2,30,000	-79%	N.A.
3.	Mr. Vipul Jain # (Chief Financial Officer)	₹ 9,35,000	-	N.A.
4.	Mrs. Vineeta Barmecha % (Company Secretary)	₹ 6,53,424	0%	N.A.
5.	Mr. Vishal Shah \$ (Company Secretary)	₹ 1,05,000	-	N.A.

\* Resigned as Chief Financial Officer (CFO) w.e.f. 13<sup>th</sup> April, 2022.

# Appointed as Chief Financial Officer (CFO) w.e.f. 30<sup>th</sup> May, 2022.

% Resigned as Company Secretary and Compliance Officer w.e.f. 15<sup>th</sup> December, 2022.

\$ Appointed as Company Secretary and Compliance Officer w.e.f. 3<sup>rd</sup> January, 2023

Resigned as Company Secretary and Compliance Officer w.e.f. 11<sup>th</sup> June, 2023

### *Note:*

- (i) No Director other than the Managing Director received any remuneration during the financial year 2022-23.
- (ii) In the financial year, there was changes in the median remuneration of employee as compared with the previous year.
- (iii) There were 1,016 permanent employees on the pay roll of Company as on 31<sup>st</sup> March, 2023.
- (iv) The remuneration of Directors/Key Managerial Personnel put together is ₹ 22.23 Lacs which was increased by 1.75% in the current Financial Year from ₹ 20.48 Lacs in the previous financial year.
- (v) The remuneration of Directors/KMPs/Senior Management Personnel for the financial year 2022-23 is as per the Remuneration Policy of the Company.

**Note:** Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company for the year under review.



# Annexure to the Directors' Report

## Annexure-IV

### Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required pursuant to Section 134(3)(m) of the Companies Act, 2013.

#### A) Conservation of Energy

##### i. Steps taken for Conservation of Energy

- Close monitoring of operating parameters of high energy consuming equipment in plant.
- Using power factor controller/capacitors to maintain power factor at optimum level.
- Keeping maximum demand under control by scheduling auxiliary load during peak power consumption levels.
- Suitable arrangements to switch off the lights when not required.

##### ii. Steps taken for Utilizing Alternate Source of Energy

- Replacement of old motor with energy efficient motors.
- Installation of energy efficient light fittings in offices and other areas.
- Planning for better performance and use of electrical energy.

##### iii. Capital investment on Energy Conservation Equipment

The Company proposes to install solar power equipment's like night lighting systems and solar power pump sets to save on costs.

#### B) Technology Absorption

##### i. Efforts made towards technology absorption

The Company has adopted and is continually updating the latest available technology to the extent possible including process and product development and energy savings.

##### ii. Benefits derived like product improvement, cost reduction, product development or import substitution

- Improvement in the quality of its products.
- Improvement in the safe and environment friendly process.

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

##### iv. Expenditure incurred on Research and Development

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

#### C) Foreign Exchange Earnings and Outgo

##### i. Activities relating to export, initiative taken to increase exports, development of new export markets for the products & services and export plans:

The Company is actively exploring the export market and has taken various initiatives to export its products.

##### ii. Total Foreign Exchange used and earned:

Sl. No.	Particulars	Amount (USD)
1.	Foreign Exchange Used/Outgo	1,33,345.50
2.	Foreign Exchange Earned	-

# Annexure to the Directors' Report

Annexure-V

## FORM AOC-2

### 1. Details of Contracts or Arrangements or Transactions not at Arm's Length Basis

Name(s) 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	Justification for entering into such Contracts or Arrangements or Transactions	Date(s) of Approval by the Board	Amount paid as Advances, if any	Date on which the Special Resolution was passed in General Meeting as required under First Proviso to Section 188
NIL							

### 2. Details of Material Contracts or Arrangements or Transactions at Arm's Length Basis

Name(s) 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
NIL					

# Annexure to the Directors' Report

Annexure-VI

## List of Proceeding under Insolvency and Bankruptcy Code, 2016

Sl. No.	Case Title	As on Status
1.	Auroma Coke Limited vs Ankit Metal & Power Limited	Proceedings on going
2.	UCO Bank vs Ankit Metal & Power Limited	Proceedings on going
3.	Assets Care & Reconstruction Enterprise Limited Vs Ankit Metal & Power Limited	Proceedings on going

For and on behalf of the Board of Directors  
**Ankit Metal & Power Limited**

**Subham Bhagat**  
Chairman cum Managing Director  
(DIN: 09070773)

**Place:** Kolkata

**Date:** 14<sup>th</sup> August, 2023

# MANAGEMENT DISCUSSION AND ANALYSIS

## ECONOMIC OVERVIEW

**Global growth** is projected to grow from \$168.84 billion in 2022 to \$255.91 billion by 2029, at a CAGR of 6.1% in the forecast period, 2022-2029. The global COVID-19 pandemic has been unprecedented and staggering, with aluminium experiencing lower-than-anticipated demand across all regions compared to pre-pandemic levels.

The Steel market is expected to register fluctuating growth trends in the long term, while inflation and supply chain concerns are expected to continue in 2023.

Shifting consumer preferences in a projected economic downturn scenario, amendments to industrial policies to align with growing environmental concerns, huge fluctuations in raw material costs triggered by prevailing geo-political tensions, and expected economic turbulences are noted as key challenges to be addressed by the Steel industry players during the short and medium term forecast.

Concerns of global economic slowdown, the Impact of war in Ukraine, lockdowns in China with resurging COVID cases, and the Risks of stagflation envisaging numerous market scenarios are pressing the need for Steel industry players to be more vigilant and forward-looking.

Dominating presence of major manufacturing sectors of Steel in countries, such as China, India, Vietnam, Japan, and South Korea are positively influencing the demand for the same. China is projected to play a crucial part for increasing the sales of Steel owing to its extensive construction sector. The Chinese government is planning to invest in transport and energy infrastructure. This, in turn, is likely to increase the demand for Steel. Thus, Asia Pacific is expected to possess nearly 70% market share for Steel.

## COVID-19 IMPACT

During COVID-19 pandemic, extended lockdowns in key manufacturing industries such as construction, automotive, electronics, industrial machinery, and consumer appliances across all regions led to short term production halts. Thus, demand for Steel from the industrial sector suddenly went down. Due to supply chain disruptions across key consuming countries across all regions, in 2020, the year-on-year growth rate of the global market considerably dropped as compared to 2019. Moreover, the demand for Steel all regions was significantly impacted due to shortage of raw material & inventory, short-term production halt, economic slowdown, trade restrictions, and changing consumer behavior with response to the COVID-19 outbreak and other reasons.

The post-Covid-19 pandemic recovery is being hit by a potentially huge global supply shock that will reduce growth and push up inflation.

**The war in Ukraine** has triggered a costly humanitarian crisis that demands a peaceful resolution. Economic damage from the conflict will contribute to a significant slowdown in global growth in 2023. A severe double-digit drop in GDP for Ukraine and a large contraction in Russia are more than likely, along with worldwide spill overs through commodity markets, trade, and financial channels. Even as the war reduces growth, it will add to inflation. Fuel and food prices have increased rapidly, with vulnerable populations – particularly in low-income countries – most affected. Elevated inflation will complicate the trade-offs central banks face between containing price pressures and safeguarding growth. Interest rates are expected to rise as central banks tighten policy, exerting pressure on emerging market and developing economies. Moreover, many countries have limited fiscal policy space to cushion the impact of the war on their economies. The invasion has contributed to economic fragmentation as a significant number of countries sever commercial ties with Russia and risks derailing the post-pandemic recovery. It also threatens the rules-based frameworks that have facilitated greater global economic integration and helped lift millions out of poverty. In addition, the conflict adds to the economic strains wrought by the pandemic.

# MANAGEMENT DISCUSSION AND ANALYSIS

## STEEL INDUSTRY

In 2023, it was previously predicted that steel demand would increase by 1% due to the expected slowdown in inflation, the end of credit tightening by central banks and the recovery of consumption and employment. However, due to the Chinese real estate market slowdown and strict COVID policies, demand for steel is expected to grow slower than anticipated. The real estate and infrastructure sector, which is the largest consumer of steel, is experiencing high debt and bankruptcy rates leading to a contraction in real estate investment and price declines. The Chinese government introduced measures to support the real estate sector, but it is unclear whether these measures will be effective. Strict COVID policies are also expected to continue to weigh down on steel demand. Global steel prices are expected to stabilize steel demand and could see further growth at a CAGR of 2.2% during the forecast period 2023-24 to reach a capacity of 1,881.4 Mt. On the price front, global steel prices are set to stabilize in FY 2022-23 year-on-year, after falling over 40% to USD 570-590 per tonne in December 2022 from the early-April peaks of USD 1,000 per tonne on tepid steel demand. While China continued to be the largest global crude steel producer, there was moderate growth in steel production in countries such as India, Japan, USA, Germany and Brazil, amongst others, signifying a normalcy returning to operations.

## OUTLOOK

In 2023, steel demand is expected to grow by 8% and the recent removal of export duties bodes well for the domestic steel industry to compete aggressively in the global market. However, the year 2022 was a mixed one for the domestic steel industry due to the impact of the Russia-Ukraine war on the global steel industry. While global steel prices fell, domestic prices also came down. On the other hand, the cost of input materials, especially coking coal, saw a steep price rise. Steel companies are planning to increase their capacities to meet the growing demand. While CPSEs are planning to add around 18 MT, private companies are likely to add around 95 MT and SSI (Secondary Steel Industry) around 33 MT capacity by 2030. Despite the challenges of inflation, recession and energy crisis in Europe, the Indian steel industry has performed well in 2022. India currently ranks as the world's second-largest producer of crude steel, with an output of 10.14 million tonnes (MT). The World Steel Association (WSA) has also predicted growth in the Indian steel sector, with a projected increase of 6.1% in 2022 and 6.7% in 2023. Between January and November 2022, India produced 113.43 million tonnes of crude steel, representing a 10% increase compared to the same period last year. The Indian government aims to double the country's current annual crude steel production capacity from 150 MT to 300 MT. To this end, the government introduced the Production Linked Incentive (PLI) scheme last year to increase the production of high-end alloy specialty steel. Special grade steel is used in a range of sectors, including power, shipping, railways and automobiles and its demand is currently met through imports. The government's focus will be on ensuring raw material security for steel production, as the country depends heavily on the import of raw materials such as coking coal. In FY22, India imported 57 MT of coking coal to produce 120 MT of crude steel. In 2022, the government took various measures to support the steel industry, including removing export duties on steel items and extending export benefits under the Remission of Duties and Taxes on Exported Products (RoDTEP) scheme to products of iron and steel for a specified period. In April-October 2022, finished steel imports stood at 3.151 MT, up 14.5% over the same period last year. The year-on-year increase in October was around 78%

Ankit Metal & Power Limited is one of the significant manufacturers of Iron and Steel in Eastern India. The Company currently operates an integrated iron and steel plant at Jorehira, Dist., Bankura in West Bengal.

# MANAGEMENT DISCUSSION AND ANALYSIS

## DETAILS OF SIGNIFICANT CHANGE IN KEY FINANCIAL RATIO

The significant changes in the financial ratios of the Company as compared to the previous year are summarised below:

Ratio	Financial Year 2022-23	Financial Year 2021-22	Change (%)	Reason for change
Debt service coverage ratio	(0.05%)	(0.00%)	1344.66	Due to increase in losses
Net profit ratio	(12.76%)	(7.49%)	(70.32)	Due to increase in losses
Return on capital employed	(44.39%)	(13.22)	(235.87)	Due to increase in losses

## RISK, OPPORTUNITIES AND THREATS

Inflation concerns have been mounting globally particularly in the US and Europe. The recent war in eastern Europe has also disrupted supply chains and led to heightened volatility in financial markets which has further exacerbated the inflation concerns. Central banks throughout the world have begun hiking rates in response.

The steel sector is subject to an extensive, complex and evolving regulatory framework that may have material impact on operations. Any deviation in compliance and adherence has the potential to not only impact the Company's operating performance but also impact its reputation adversely.

The Company has defaulted in payment of its financial commitments to the lenders and is working on means to settle the loan outstanding. The Company has a Risk Management framework in place which is designed to identify, assess and monitor various risks related to key business and strategic objectives. All identified risks are categorised based on a matrix of likelihood of occurrence and impact thereof and a mitigation plan is worked out to extent possible

The government has already initiated many steps for the upliftment of Indian economy and has provided stimulus package to different sectors of industries to revive the economy to pre covid-19 pandemic level which would certainly be favourable towards the growth of the Company.

## SEGMENT-WISE PERFORMANCE

The business activity of the Company primarily falls within a single business segment-Iron and Steel. The Company also generates power from Captive Power Plant, which is entirely consumed in manufacturing of iron and steel without any sale to third parties. During the year under review the Company has produced 2.57 Lacs MT of Ferrous and Non-Ferrous material as against 3.47 Lacs of MT of Iron & Steel in previous year registering a decrease of 25.93% over previous year. This is mainly on account of decrease in operating level of the plant.

## HEALTH, SAFETY AND ENVIRONMENT

The Company is committed to conducting its activities in a manner that promotes the health and safety of its employees, assets and the public, as well as protection of the environment. The Company's Integrated Management System comprises of quality, environment and occupational health and safety certification. The Company has also taken the safety measures for the protection of health to the employees as advised by Government agencies in this regard. All the statutory requirements related to safety, health and environment are being complied with.

# MANAGEMENT DISCUSSION AND ANALYSIS

Requirements of environmental acts and regulations are complied with. Monitoring and analysis of water, stack emissions and ambient air quality etc., are undertaken periodically to verify whether the level of environmental parameters are maintained and are well within the specified limits.

## INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company maintains adequate Internal Control Systems in all areas of operation. Services of Internal and External Auditors are utilised from time to time, as also in-house expertise and resources. The Company continuously upgrade these systems in line with the best available practices. An independent Audit Committee of the Board reviews the adequacy of Internal Control. Some of the significant features of Internal Control Systems are:

- Adequate documentation of policies, guidelines, authorities and approval procedures covering all important functions.
- Deployment of an ERP system which covers most operations and is supported by a defined on-line authorisation protocol.
- Ensuring complete compliance with laws, regulations, standards, and internal procedures and systems.
- Ensuring the integrity of the accounting system; the properly authorised recording and reporting of all transactions.
- Ensuring a reliability of all financial and operational information.

The Company has an Audit Committee with independent directors as members. The committee periodically reviews significant audit findings, adequacy of internal control and compliance with Accounting Standards, amongst others. The Internal Audit Reports are placed before the Audit Committee for consideration. The management duly considers and takes appropriate action on the recommendations made by the Statutory Auditors, Internal Auditors and the independent Audit Committee of the Board of Directors. The Company also takes quarterly compliance certificate in respect of various applicable laws from the concerned departmental heads and place the same before the board.

## INDUSTRIAL RELATIONS AND HUMAN RESOURCES

Human Resource management is not only important but also a critical asset for a Company's growth. The Company's human capital comprises a prudent mix of youth and experience. The Company employs contract labour in its manufacturing facilities. The Company partners with its employees to ensure a highly engaged and motivated workforce dedicated to achieving the Company's goals. We ensure a safe work environment for all our women employees. We also promote gender equality. Abiding by the Sexual Harassment Policy, we have a Complaint Committee which addresses any complaint from women employees in this relation and take necessary action. The Policy is being reframed as per the provision of Sexual Harassment of Women at the Work Place (Prevention, Prohibition & Redressal) Act, 2013. During the year the Company has not received any complaints of sexual harassment. As on 31<sup>st</sup> March, 2023, the Company has 1016 employees on its payroll.

## CAUTIONARY STATEMENT

Certain statements in the Management Discussion and Analysis Report describing the Company's objective and predictions may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may vary significantly from the forward-looking statements contained in this document due to

# MANAGEMENT DISCUSSION AND ANALYSIS

various risks and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates new regulations and government policies that may impact the Company's business as well as its ability to implement the strategy. The Company doesn't undertake to update the statements.

**For and on behalf of the Board of Directors  
Ankit Metal & Power Limited**

**Place:** Kolkata

**Date:** 14<sup>th</sup> August, 2023

**Subham Bhagat**  
Chairman cum Managing Director



# Corporate Governance Report

## I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company believes in enduring a healthy Corporate Governance practice throughout the organization, thereby motivating each and every department of the organization to perform to the best of their abilities resulting in increased operational efficiencies. The Company always strives with hard efforts to sustain a valuable relationship with its stakeholders and their expectations. As the word says, the Company follows a corporate policy which ensures fair, transparent and ethical practices and manners to be maintained as the prime objective of the Company in all sections operated under it. The Company also takes the responsibility to be accountable to the society and tries to abide by all the rules and regulations under which the Company is to be governed as a policy of striving Good Corporate Governance and maintaining transparency and making the Company institutionally sound.

A report on compliances with the principles of Corporate Governance as prescribed under Regulation 34(3) read with Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is presented hereunder:

## II. THE BOARD OF DIRECTORS

### A. Composition and Category

The Board is constituted of seven (6) Directors as on 31st March, 2023. It comprises of optimum combination of Executive, Non-Executive and Independent Directors, out of which one (1) Director is an Executive and six (5) are Non-Executive Directors which includes four (3) Independent Directors, one (1) Independent Woman Director and one (1) Non-Executive Director. The Chairman of the Company is an Executive Director. The composition of the Board during the year was in conformity with regulation 17(1) along with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 149 of the Companies Act, 2013.

In compliance with regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, none of the Directors on the Board serve as an Independent Director of more than seven (7) listed entities in which he/she is a Director. Further, none of the Director on the Board who is serving as a Whole Time Director in any listed entity is serving as an Independent Director of more than three (3) listed entities in which he/she is a Director.

As per the declarations received by the Company, none of the directors are disqualified under Section 164(1) of the Companies Act, 2013.

In compliance with regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, none of the Directors on the Board is a member of more than ten (10) committees or Chairman of more than five (5) committees across all public limited companies (whether listed or not) in which he/she is a Director. The Directors regularly informs the Company about the changes in their positions as and when changes take place. For assessment of these criteria, the membership/chairmanship of the Audit Committee and the Stakeholders' Relationship Committee alone has been considered. Further, in compliance with section 165 of the Companies Act, 2013, none of the Directors on the Board hold directorship in more than twenty (20) companies at the same time with the directorship in public companies not exceeding ten (10). All the Directors have made necessary disclosures regarding directorship/committee positions occupied by them in other listed entities/public limited companies (whether listed or not)/private limited companies in accordance with regulations 25 and 26 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013.

The composition and category of the Board of Directors of the Company as on 31st March, 2023 along with the number of Board meetings attended are given below:

# Corporate Governance Report

Name of the Director	Category of Director	Number of Board meetings attended	Number of Directorships held in other Public Limited Companies#	No. of Committee positions held in other Public Limited Companies \$		Whether attended the last AGM held on 29 <sup>th</sup> September, 2022
				As a Member	As a Chairman	
Mr. Subham Bhagat (DIN: 09070773)	Executive (Chairman cum Managing Director)	10	01	01	-	Yes
Mr. Aritro Roy (DIN: 08257216)	Independent/ Non-Executive	10	01	01	-	No
Mrs. Sujata Agarwal (DIN: 06833458)	Independent/ Non-Executive	10	01	-	02	Yes
Mr. Sharat Malik (DIN: 08529458)	Independent/ Non-Executive	10	01	-	-	Yes
Mr. Debasish Mukherjee (DIN: 08529465)	Independent/ Non-Executive	10	01	01	-	No
Mr. Satish Kumar Singh (DIN: 05295625)	Non-Independent/ Non-Executive	10	-	-	-	No

# Directorship held by Directors in the aforementioned table does not include Private Limited Companies, Foreign Companies, One Person Companies and Companies registered under section 8 of the Companies Act, 2013.

\$ Only two committees viz. Audit Committee and Stakeholders' Relationship Committee has been considered as per regulation 26 (1) (b) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

## Notes:

1. None of the Non-executive Directors have any pecuniary relationship or transactions with the Company except for holding Directorship.
2. As on 31st March, 2023 none of the Directors in the Board are related to each other.
3. The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:
  - i. Business Experience – Mr. Subham Bhagat, Mr. Satish Kumar Singh and Mr. Sharat Malik
  - ii. Governance and Regulatory oversight – Mr. Subham Bhagat and Mr. Sharat Malik.
  - iii. Financial Experience and Risk oversight – Mr. Debasish Mukherjee and Mr. Sharat Malik.
  - iv. Managerial and Entrepreneurial – Mrs. Sujata Agarwal, Mr. Satish Kumar Singh and Mr. Debasish Mukherjee
  - v. Sales and Marketing – Mr. Subham Bhagat and Mr. Sharat Malik

## B. Directorship in Listed Entities

As per schedule V part C of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) the names of the listed entities where the person is a Director and the category of directorship as on 31st March, 2023 have been depicted in the table drawn below:

# Corporate Governance Report

Sl. No.	Name of the Director	Name of the Listed Entity	Category of Director
1	Mr. Subham Bhagat (DIN: 09070773)	Ankit Metal & Power Limited Impex Ferro Tech Limited	Chairman cum Managing Director
2	Mr. Aritro Roy (DIN: 08257216)	Ankit Metal & Power Limited Impex Ferro Tech Limited	Non-Executive Independent Director
3	Mrs. Sujata Agarwal (DIN: 06833458)	Ankit Metal & Power Limited Impex Ferro Tech Limited	Non-Executive Independent Director
4	Mr. Sharat Malik (DIN: 08529458)	Ankit Metal & Power Limited Impex Ferro Tech Limited	Non-Executive Independent Director
5	Mr. Debasish Mukherjee (DIN: 08529465)	Ankit Metal & Power Limited Impex Ferro Tech Limited	Non-Executive Independent Director
6	Mr. Satish Kumar Singh (DIN: 05295625)	Ankit Metal & Power Limited	Non-Executive Non-Independent Director

## C. Meetings of Board of Directors

During the year 2022-23, the Board met Ten (10) times and the gap between two meetings did not exceed one hundred and twenty (120) days. The dates on which the said meetings were held are as follows:

13<sup>th</sup> April, 2022; 30<sup>th</sup> May, 2022; 10<sup>th</sup> August, 2022; 29<sup>th</sup> August, 2022; 15<sup>th</sup> September, 2022; 14<sup>th</sup> November, 2022; 15<sup>th</sup> December, 2022; 3<sup>rd</sup> January, 2023; 13<sup>th</sup> February, 2023 and 30<sup>th</sup> March, 2023.

### Notes:

1. Board meeting are held at the Corporate Office of the Company. The agenda along with explanatory notes are sent in advance to the Directors to get their input in the discussion. The information as stipulated in part A of schedule II of SEBI Listing Regulations read with regulation 17(7) of the said regulations entered into with Stock Exchanges is regularly made available on the Board whenever applicable.
2. The Board periodically reviews compliance reports of all laws applicable to the Company. Steps are taken by the Company to rectify instances of non-compliance, if any.

## D. Independent Directors

As on 31st March, 2023, the Company had Four (4) Independent Directors on its Board out of the total strength of seven (6) directors.

All the Independent Directors of the Company furnish a declaration at the time of their appointment and also annually that they qualify to be an Independent Director according to section 149(6) of the Companies Act, 2013 and SEBI Listing Regulations. All requisite declarations were placed before the Board.

## E. Meeting of Independent Directors

In compliance with the requirements of schedule IV of the Companies Act, 2013 read with regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors was held on 29th March, 2023, inter-alia, to:

- a. Review the Performance of Non-Independent Directors and the Board of Directors as a whole;
- b. Review the performance of the Chairperson of the Company, taking in account the view of Executive and Non-Executive Directors,
- c. Assess the quality, quantity and timelines of flow of information between the management and the Board, that is necessary for the Board to effectively and reasonably perform their duties

All the Independent Directors were present in the meeting.

# Corporate Governance Report

## F. Familiarisation Programme of Independent Directors

Independent Directors being an integral part of the Company should be familiarised with the business environment of the Company. In order to enable them to understand the same so that they can deliver their active participation in the progress of the Company, Familiarisation Programme for the Independent Directors has been implemented.

Under the Familiarisation Programme, periodic presentations are made by senior management on business and performance updates of the Company, global business environment, business risk and its mitigation strategy. The details of the Familiarisation Programme of the Independent Directors is available on the website of the Company [www.ankitmetal.com](http://www.ankitmetal.com) and available at the link <http://www.ankitmetal.com/programme.html>.

## III. COMMITTEES OF DIRECTORS

The committees of the Board play an important role in the governance, focus on specific areas and make informed decisions. The Company currently has Five (5) Committees i.e., Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Internal Complaints Committee (ICC) and Corporate Social Responsibility (CSR) Committee. The terms of reference of the current committees are determined by the Board from time to time. The terms of reference, role and composition of these Committees, including the number of meetings held and attended by the members during the financial year are provided below:

### A. AUDIT COMMITTEE

The Company has an Audit Committee within the scope of section 177 of the Companies Act, 2013 and the rules framed thereunder read with regulation 18 and part C of schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee of the Company meets at least four times in a year and not more than one hundred and twenty days have elapsed between two meetings.

The existing Audit Committee was re-constituted on 30th May, 2023.

#### 1. Terms of reference

In accordance with the provisions of section 177 of the Companies Act, 2013 and regulation 18 read with part C of schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the terms of reference of the Audit Committee inter alia includes:

- i. To 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.
- ii. To recommend to the Board, the appointment, re-appointment, terms of appointment, replacement or removal and remuneration of the auditors.
- iii. To examine the financial statements and auditors' report thereon.
- iv. To review, with the management, the quarterly financial statements before submission to the board for approval.
- v. To approve the payment to statutory auditors for any other services rendered by the statutory auditors.
- vi. To review, with the management, the annual financial statements 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 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.

# Corporate Governance Report

- c. Major accounting entries involving estimates based on the exercise of judgment by the 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.
- vii. To approve or subsequently modify the transactions of the Company with related parties.
- viii. To review, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised 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 public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
- ix. To review, with the management and monitor the auditor's independence and performance of statutory and internal auditors, adequacy of the internal control systems and effectiveness of audit process.
- x. To scrutinise inter-corporate loans and investments, if any.
- xi. To evaluate undertakings or assets of the Company, wherever it is necessary.
- xii. To evaluate the internal financial controls and risk management systems.
- xiii. To monitor the end use of funds raised through public offers and related matters, if any.
- xiv. To review 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.
- xv. To discuss with internal auditors any significant findings and follow up there on.
- xvi. To review 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.
- xvii. To call for comments of the auditors about internal control systems, scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and discuss any related issues with the internal and statutory auditors and the management of the Company.
- xviii. To give an option to the Auditors and the Key Managerial Personnel of the Company to be heard at the Audit Committee Meeting while considering the Auditors' Report.
- xix. To discuss 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.
- xx. 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.
- xxi. To approve the 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 & background, etc. of the candidate.
- xxii. To establish a Vigil Mechanism for the directors and employees of the Company to report genuine concerns in certain matters. The mechanism shall provide adequate safeguard against victimisation

# Corporate Governance Report

of persons who use the mechanism. The Chairman of the Audit Committee shall be easily available for the same.

- xxiii. To carry out any other function as is mentioned in the terms of reference of the Audit Committee from time to time.

## 2. Composition, name of members and chairperson with designation, meetings and attendance

The Audit Committee consists of two (2) Independent/Non-Executive Directors and one (1) Executive Director all of whom are financially literate. Mr. Debasish Mukherjee, Non-Executive/Independent Director, having expertise in finance matters is the Chairman of the Audit Committee w.e.f. 30th May, 2023.

During the financial year ended 31st March, 2023, Six (6) Audit Committee Meetings were held as follows:

13<sup>th</sup> April, 2022; 30th May, 2022; 10th August, 2022; 29th August, 2022; 14<sup>th</sup> November, 2022 and 13<sup>th</sup> February, 2023.

The Composition of the Audit Committee and the details of meetings attended by the Committee members are given below:

Name of the Member	Designation	Category	No. of meetings attended
Mr. Debasish Mukherjee	Chairman	Independent/Non-Executive	06
Mr. Sharat Malik	Member	Independent/Non-Executive	06
Mr. Satish Kumar Singh#	Member	Non-Executive	-
Mr. Subham Bhagat@	Member	Executive	06

@ Mr. Subham Bhagat resigned as a Member of the Committee w.e.f. 13<sup>th</sup> February, 2023.

# Mr. Satish Kumar Singh, is appointed as Member of the Committee w.e.f. 13<sup>th</sup> February, 2023, due to resignation of Mr. Subham Bhagat from the Committee.

The Chairman cum Managing Director/Executive Director and Chief Financial Officer are permanent invitees to the Committee. The Company Secretary acts as secretary of the Audit Committee and is in attendance to the Audit Committee meetings. The representative of Internal Auditors also attends the meeting. The Audit Committee invites, as and when considered appropriate, the representatives from the Statutory Auditors, Cost Auditors and other executives to be present at the meeting of the Committee.

The past Chairman of the Audit Committee i.e., Mr. Sharat Malik was present at the 20th Annual General Meeting held on 29th September, 2022.

The existing Chairman of the Audit Committee i.e., Mr. Debasish Mukherjee was not present at the 20th Annual General Meeting held on 29th September, 2022.

## B. NOMINATION AND REMUNERATION COMMITTEE

The Company has a Nomination and Remuneration Committee as per the provisions of section 178 (1) of the Companies Act, 2013 and rules framed thereunder read with regulation 19 read with part D of schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination & Remuneration Committee was re-constituted on 30<sup>th</sup> May, 2023.

### 1. Terms of reference

The terms of reference of the Nomination and Remuneration Committee are as follows:

# Corporate Governance Report

- i. To identify person who are qualified to become Directors and who may be appointed in senior management as per their criteria.
- ii. To recommend to the Board the appointment and removal of the Directors and senior management.
- iii. To carry out evaluation of every Director's performance.
- iv. To formulate criteria for determining qualification, positive attributes and independence of a Director
- v. Devise a policy on Board diversity.
- vi. To recommend to the Board a policy relating to remuneration for the Directors, Key Managerial Personnel and other employees.
- vii. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.
- viii. To perform such other functions as may be necessary or appropriate for performance of its duties.
- ix. To recommend to the Board, all remuneration, in whatever form, payable to senior management.

## 2. Composition, name of members and chairperson with designation, meetings and attendance

The Nomination and Remuneration Committee consists of three (3) Non-Executive / Independent Directors. Mr. Debasish Mukherjee, Independent Director, is the Chairman of the Nomination and Remuneration Committee.

During the financial year ended 31st March, 2023, Three (3) Nomination and Remuneration Committee Meetings were held as follows:

30<sup>th</sup> May, 2022; 3<sup>rd</sup> January, 2023 and 13<sup>th</sup> February, 2023.

The present composition of the Nomination and Remuneration Committee and the details of meetings attended during the year 2022-23 by the Committee members are given below:

Name of the Member	Designation	Category	No. of meeting attended
Mr. Debasish Mukherjee	Chairman	Independent/Non-Executive	03
Mr. Ankit Jain <sup>@</sup>	Member	Independent/Non-Executive	01
Mr. Satish Kumar Singh <sup>#</sup>	Member	Non-Independent/Non-Executive	02
Mr. Sharat Malik	Member	Independent/Non-Executive	03

<sup>@</sup> Mr. Ankit Jain, resigned as Independent Director of the Company w.e.f. 15<sup>th</sup> September, 2022.

<sup>#</sup> Mr. Satish Kumar Singh become member of the Committee w.e.f. 15<sup>th</sup> September, 2022.

The existing Chairman of the Nomination and Remuneration Committee i.e., Mr. Debasish Mukherjee was not present at the 20<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2022.

The past Chairman of the Nomination and Remuneration Committee i.e., Mr. Sharat Malik, was present at the 20<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2022

The Company Secretary acts as the Secretary to the Committee and is in attendance at the Nomination and Remuneration Committee Meetings.

## 3. Nomination & Remuneration Policy

The details of Nomination & Remuneration Policy is uploaded on the website [www.ankitmetal.com](http://www.ankitmetal.com) and available at the link <http://www.ankitmetal.com/nomination-remuneration-policy.pdf>

### ➤ For Non-Executive Directors/ Independent Directors

# Corporate Governance Report

## **i. Sitting fees**

The Non- Executive Director/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committees thereof, provided that the amount of such fees shall not exceed rupees one lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

## **ii. Commission**

No commission shall be paid.

## **iii. Stock Options**

An Independent Director shall not be entitled to any stock option as per the Companies Act, 2013.

## ➤ **For Executive Directors/KMP's**

### **i. Fixed pay**

- a. The Managing Director/Executive Directors/KMP's and Senior Management Personnel shall be eligible for a monthly remuneration and perquisites as may be approved by the Board on the recommendation of the Committee. The statutory and retiral benefits shall be paid as per the applicable laws.
- b. The remuneration to be paid to the Managing Director/Executive Directors shall be paid on recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

### **ii. Minimum Remuneration**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director/ Executive Director in accordance with the provisions of Part-II of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

### **iii. Provisions for excess remuneration**

If any Managing Director/Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

## **4. Performance Evaluation**

Pursuant to the provisions of Section 178 of the Companies Act, 2013 read with rules framed thereunder and schedule IV of the Act and regulation 17(10), 19(4) and part D of schedule II of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a Board Evaluation Policy has been framed and approved by the Nomination & Remuneration Committee and the Board.

The evaluation of Independent Directors shall be done by the entire Board of Directors which shall include:

- a. Performance of the Directors; and
- b. Fulfillment of the independence criteria as specified in these regulations and their independence from the management,

Provided that in the above evaluation, the directors who are subject to evaluation shall not participate.



# Corporate Governance Report

The Chairman and the Managing Director of the Company is evaluated on key aspects of the role which includes inter-alia effective leadership to the Board and adequate to the level of management. Based on prescribed criteria as laid down, the performance of the Board, various Committees viz. Audit Committee,

Stakeholders' Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility (CSR) Committee and individuals were evaluated at satisfaction level.

During the year under review, the Independent Directors of the Company reviewed the performance of Non- Independent Directors and Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors. The Board as a whole is a balanced unit; diverse views are expressed and dialogued whenever required. All the directors are participative, interactive and communicative. The Chairman has abundant knowledge, experience, skills and understanding of the Board's functioning processes. The information flow between the Company's management and the Board is timely and sufficient.

## 5. REMUNERATION OF DIRECTORS

### a. Non-Executive Directors

The remuneration of Non-Executive Directors consists of only sitting fees for attending each meeting of the Board of Directors or a Committee thereof. However, the Board of Directors in their meeting held on 28th May, 2020 has decided to waive off the sitting fees to be paid to the members of the Board for the Board meeting and various Committee meetings to be held denoting the poor financial situation of the Company where the net worth of the Company has fully eroded.

The details of the equity shares held by the Directors as on 31st March, 2023 are as follows:

Name of the Director	No. of shares held as on 31st March, 2023
Mr. Subham Bhagat	NIL
Mrs. Sujata Agarwal	NIL
Mr. Sharat Malik	NIL
Mr. Debasish Mukherjee	NIL
Mr. Aritro Roy	NIL
Mr. Satish Kumar Singh	NIL

### b. Executive Directors

The Company has paid remuneration only by way of salary to its Executive Directors and the same is within the limits specified under Schedule V of the Companies Act, 2013 and duly approved by the Board as well as by the shareholders of the Company. Details of remuneration paid during 2022-23 are as follows:

Name of the Director and Designation	Remuneration paid# (₹)	Period of Contract		Notice Period
		From	To	
Mr. Subham Bhagat * (Chairman cum Managing Director)	Nil	8th March, 2022	7th March, 2024	1 month

\* Mr. Subham Bhagat was re-appointed for a period of two (2) years with the approval of Shareholder through Postal Ballot on 3<sup>rd</sup> June, 2022.

# The remuneration is taken on accrual basis and the approval from secured creditors in awaiting.

# Corporate Governance Report

## C. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee is constituted in compliance with the provisions of section 178(5) of the Companies Act, 2013 and regulation 20 read with part D of schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to consider and resolve grievances of Stakeholder's and matters related to it, which includes share transfers, transmissions and issues of share certificates etc.

The Stakeholders' Relationship Committee was re-constituted on 15<sup>th</sup> September, 2022.

### 1. Terms of reference

The terms of reference of the Stakeholders Relationship Committee are as follows

- i. To review and ensure compliance of statutory provisions of the Companies Act, 2013, the guidelines of SEBI and the Stock Exchanges and other statutory requirements relating to transfer and transmission of shares/debentures of the Company.
- ii. To review and ensure that the Registrar/Company's transfer house implements all statutory provisions as above.
- iii. Approve transfers/transmission of shares/debenture and demat/remat of the shares/debenture.
- iv. Approve issue of new/duplicate shares certificates/debenture certificates, issue of certificates on consolidation/sub-division/rematerialisation.
- v. To consider and resolve all shareholders queries, grievance and complaints like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends, general meetings etc are attended and redressed in an expeditious manner.
- vi. Monitor implementation of Company's for Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insider.
- vii. Review of measures taken for effective exercise of voting rights by shareholders.
- viii. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
- ix. Any other matter referred by the Board relating to equity shareholders of the Company.

### 2. Composition, name of members and chairperson with designation, meetings and attendance

The Stakeholders' Relationship Committee is constituted of three (3) Non-Executive/Independent Directors. The Chairman of the Committee is an Independent Director. During the year under review, the Committee has met once on 26th July, 2021.

The Chairman of the Stakeholders' Relationship Committee attended the 19th Annual General Meeting, held on 28th September, 2021.

The present composition of the Committee and the attendance of the members in the meeting are detailed below:

Name of the Member	Designation	Category	No. of meeting attended
Mrs. Sujata Agarwal	Chairman	Independent/Non-Executive	01
Mr. Aritro Roy	Member	Independent/Non-Executive	01
Mr. Sharat Malik <sup>#</sup>	Member	Independent/Non-Executive	01
Mr. Ankit Jain <sup>@</sup>	Member	Independent/Non-Executive	-

# Corporate Governance Report

@ Mr. Ankit Jain, resigned as Independent Director of the Company w.e.f. 15<sup>th</sup> September, 2022.

# Mr. Sharat Malik become the Member of the Committee w.e.f. 15<sup>th</sup> September, 2022.

### 3. Name and designation of Compliance Officer

As On 31<sup>st</sup> March, 2023, Mr. Vishal Shah was the Company Secretary of the Company and has been designated as Secretary to the Committee and as Compliance Officer of the Company. Mr. Shah had resigned from the Post of Company Secretary and Compliance Officer of the Company w.e.f., 11<sup>th</sup> June, 2023. As on date there is no Company Secretary in the Company. The Committee has delegated the authority to approve the requests for transfers/transmission, split and remat/demat of shares to the Company Secretary or Chief Financial Officer of the Company. The Committee reviews the transfer/demat/remat approved by the Company Secretary as on 31<sup>st</sup> March, 2023 and take note thereof in their subsequent meeting.

### 4. Code of Conduct for Trading by Insider

With a view to regulate in securities by the directors and designated employees, the Company has adopted a Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insider and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. In accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 the Board has approved and adopted the Code of Conduct governing all the directors, senior management and other employees at all locations of the Company. Mr. Vishal Shah, Company Secretary has been designated as Compliance Officer in respect of compliance of the Code as on 31<sup>st</sup> March, 2023. Subsequently, Mr. Shah had resigned from the post of Company Secretary and Compliance Officer of the Company w.e.f., 11<sup>th</sup> June, 2023. As on date there is no Company Secretary in the Company. The same is posted on the Company's website [www.ankitmetal.com](http://www.ankitmetal.com).

### 5. Investor's Grievances

In compliance with the requirements of the SEBI Circular No. CIR/0IAE/2/2011 dated 3<sup>rd</sup> June, 2011, the Company has registered itself in a centralised web-based SEBI Complaints Redress System named as 'SCORES' for processing investor complaints online and enabling the investors to view the status of any action taken up by the Company on their specific complaints or the current status whereof, by logging on to the SEBI's website [www.sebi.gov.in](http://www.sebi.gov.in). No shareholder's complaint was received by the Company as on 31<sup>st</sup> March, 2023 under 'SCORES'.

The details of the complaints during the year 2022-23, excluding correspondences which are not in the nature of complaints are given below:

Number of complaints received from the shareholders	0
Number of complaints redressed	0
Number of complaints not solved/pending	0

## D. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Corporate Social Responsibility (CSR) Committee has been constituted by the Board of Directors of the Company as per the provisions of section 135 read with schedule VII of the of the Companies Act, 2013 and the rules framed thereunder and as amended from time to time.

### 1. Terms of reference

The terms of reference of the Corporate Social Responsibility Committee are as follows:

- i. Formulate and recommend to the Board the CSR Policy and any amendments thereof which shall indicate the activities to be undertaken by the Company as specified in schedule VII of the

# Corporate Governance Report

Companies Act, 2013.

- ii. Recommend the amount of expenditure to be incurred on the activities, as per CSR Policy.
- iii. Be responsible for implementation and monitoring of CSR projects or programmes or activities of the Company.
- iv. Any other matter/thing as may be considered expedient by the members in furtherance of and to comply with the CSR Policy of the Company.

## 2. Composition, name of members and chairperson with designation, meetings and attendance

The Corporate Social Responsibility (CSR) Committee is constituted of three (3) Directors, which includes two (2) Independent Directors and one (1) Executive Director. The Chairman of the Committee is an Independent Director. The Company Secretary acts as the Secretary to the Committee and is in attendance at the CSR Committee.

During the year under review, the Committee has met once on 13<sup>th</sup> February, 2023.

The composition of the Committee and the attendance of the members in the meeting are detailed below:

Name of the Member	Designation	Category	No. of meeting attended
Mr. Aritro Roy	Chairman	Independent/Non-Executive	01
Mr. Debasish Mukherjee <sup>#</sup>	Member	Independent/Non-Executive	01
Mr. Ankit Jain <sup>@</sup>	Member	Independent/Non-Executive	-
Mr. Subham Bhagat	Member	Executive	01

<sup>@</sup> Mr. Ankit Jain, resigned as Independent Director of the Company w.e.f. 15<sup>th</sup> September, 2022.

<sup>#</sup> Mr. Debasish Mukherjee become the Member of the Committee w.e.f. 15<sup>th</sup> September, 2022.

Due to the losses incurred by the Company during the year under review, the obligation of making expenditure on account of CSR does not arise.

## I. GENERAL BODY MEETING

### A. Details of the location and time of the last three Annual General Meeting held

Financial Year	Date	Venue	Time
2021-22	29th September, 2022	The meeting was conducted through Video Conferencing /Other Audio-Visual Means	1.00 PM
2020-21	28th September, 2021	The meeting was conducted through Video Conferencing /Other Audio-Visual Means	1.00 PM
2019-20	29th December, 2020 <sup>#</sup> (Adjourned)	The meeting was conducted through Video Conferencing /Other Audio-Visual Means	1.00 PM

<sup>#</sup> The AGM for the financial year 2019-20 of the Company was scheduled to be held on Tuesday, 22nd December, 2020 at 1:00 p.m. through Video Conferencing/Other Audio-Visual Means. The said meeting was adjourned for the want of quorum.

### B. Special Resolutions Passed at the last three Annual General Meetings

Financial Year	Items
2021-22	NIL
2020-21	i. Appointment of Mr. Subham Bhagat (DIN: 09070773), Chairman cum Managing Director of the Company for a period of one (1) year. ii. Re-appointment of Mr. Ankit Jain (DIN: 07672255), Independent Director of the Company for a further period of five (5) years.

# Corporate Governance Report

2019-20	i. Re-appointment of Mr. Ankit Patni (DIN: 00034907), Managing Director of the Company for a further period of one (1) year.
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- No Extra Ordinary General Meeting (EGM) was held by the Company during the financial year ended 31st March, 2023.
- No resolution was passed during the financial year ended 31st March, 2023 through Postal Ballot under section 110 of the Companies Act, 2013 and rules framed thereunder. However, one (1) resolution was passed on 3rd June, 2022 through Postal Ballot under section 110 of the Companies Act, 2013 and rules framed thereunder.
- The Company does not propose to conduct any special resolution through postal ballot under section 110 of the Companies Act, 2013 and rules framed thereunder on or before the forthcoming Annual General Meeting.

## II. DISCLOSURES

### A. Related Party Transactions

The Company obtains Omnibus approval of the Audit Committee for all Related Party Transactions for the financial year 2022-23. During the financial year 2022-23, transactions entered into with the related parties were in the ordinary course of business and at arms' length basis. There are no material related party transactions during the year that have conflict with the interest of the Company. There are no pecuniary relationships or transactions of Non-Executive Directors *vis-à-vis* the Company which has potential conflict with the interests of the Company at large. A statement in summary form of transactions with related parties in the ordinary course of business is placed periodically before the Audit Committee.

The Board of Directors of the Company adopts a Related Party Transaction Policy in compliance with requirements of section 188 of the Companies Act, 2013 and rules thereunder along with regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy is available on the website of the Company [www.ankitmetal.com](http://www.ankitmetal.com). The Disclosure on Related Party Transactions as per Ind AS-24 forms integral part of the notes to Financial Statements of the Company for financial year ended 31st March, 2023 as part of the Annual Audited Accounts of the Company.

### B. Non-Compliance during last three years

Financial Year	Penalty imposed
2021-22	Penalties of ₹ 23,600 each were imposed by National Stock Exchange of India Limited (NSE) & BSE Limited (BSE) respectively for delay in submission of Annual Report for the year ended 31st March, 2021.
2020-21	<p>a. Penalties of ₹ 20,000 each were imposed by National Stock Exchange of India Limited (NSE) &amp; BSE Limited (BSE) respectively for delay in submission of Annual Report for the year ended 31st March, 2021.</p> <p>b. Penalties of ₹ 2,000 each were imposed by National Stock Exchange of India Limited (NSE) &amp; BSE Limited (BSE) respectively for delay in submission of shareholding pattern for the quarter ended 30th June, 2020.</p>
2019-20	-

### C. Vigil Mechanism

In order to strengthen the process of conducting the business in a fair, transparent and ethical manner, the Company has set up a Vigil Mechanism Policy. The policy is intended to establish a mechanism for employees to report to the management genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics, for which a dedicated email id [vigil.mechanism@ankitmetal.com](mailto:vigil.mechanism@ankitmetal.com) has been established. The policy is available on the website of the Company [www.ankitmetal.com](http://www.ankitmetal.com). Mr. Debasish Mukherjee, Chairman of the Audit Committee of the

# Corporate Governance Report

Company has been nominated by the Board as Ombudsperson for this purpose. The mechanism provides adequate safeguard against victimisation of the persons using this mechanism. No employee was denied access to the Audit Committee. The details of such Vigil Mechanism have been provided in the 'Directors' Report' section of the Annual Report.

## D. Details of mandatory and non-mandatory Corporate Governance requirements

The Company has complied with all the quarterly/yearly reports in compliance with Corporate Governance and the same has been submitted to Stock Exchanges where the shares of the Company are listed within prescribed time limit. The Company has complied with all mandatory requirements to the extent applicable to the Company.

E. The Company does not have any Subsidiary.

## F. Web link of Related Party Transactions Policy

The Related Party Transactions Policy is available on the website of the Company [www.ankitmetal.com](http://www.ankitmetal.com) and available at the link <http://www.ankitmetal.com/related-party-tansaction-policy.pdf>.

## G. Disclosure of commodity price risks and commodity hedging activities

There are no commodity price risks or commodity hedging activities involved.

## H. Certificate from Company Secretary in practice regarding non-debarment and non-disqualification of Directors

A certificate from Company Secretary in practice certifying that none of the Directors on the Board of the Company as on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority, is annexed at the end of this report.

## I. Disclosure in relation to recommendation made by any Committee which was not accepted by the Board

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

## J. Total fees for all services paid to the Statutory Auditors by the Company

Total fees paid by the Company to the Statutory Auditor viz. M/s. J.B.S. & Company, Chartered Accountants, Firm Registration No. 323734E for the financial year ended 31st March, 2023 is as follows:

Particulars	Amount (₹ in Lacs)
Audit Fees (including Tax Audit)	7.08
Limited Review	0.88
For Certification and other services	0.12
<b>Total</b>	<b>8.08</b>

## K. Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the financial year ended 31st March, 2023 is as under:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 covering all employees of the Company.

Internal Complaints Committee set up for the purpose.

# Corporate Governance Report

Number of complaints filed during the financial year under review	Nil
Number of complaints disposed of during the financial year under review	Nil
Number of complaints pending as on the end of the financial year	Nil

## III. MEANS OF COMMUNICATION

### A. Quarterly Results

In compliance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, prior intimation of board meeting for consideration and approval of Unaudited/Audited Financial Results of the Company given to the Stock Exchanges where the Company is listed and the same is also uploaded on the website of the Company [www.ankitmetal.com](http://www.ankitmetal.com). The results after being approved at the board meeting are immediately intimated to the Stock Exchanges.

### B. Online Filings

In terms of regulation 10 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company files all the required reports and statements online through the electronic filing platforms of BSE Limited (BSE) viz. BSE Listing Centre and National Stock Exchange of India Limited (NSE) viz. NSE Electronic Application Processing System (NEAPS)/New Digital Portal. The members/investors can view the details of electronic filings done by the Company on the websites of BSE and NSE i.e., [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

### C. Newspapers

The Financial Results of the Company are published in prominent daily newspapers viz. English National daily “**Financial Express**” and in a local vernacular newspaper “**Ekdin**” widely circulated in the state of West Bengal.

### D. Website

The Company’s website [www.ankitmetal.com](http://www.ankitmetal.com) contains a separate section ‘Investor’s Corner’ which contains details of all the necessary information’s for the stakeholders to enable them to update their know-how about the Company as and when required. The shareholders/investors can also view the details of the reports and statements uploaded through electronic filing platform by the Company on the websites of BSE Limited i.e., [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited i.e., [www.nseindia.com](http://www.nseindia.com) respectively. The Company has a dedicated e-mail id: [investors@ankitmetal.com](mailto:investors@ankitmetal.com) for providing necessary information to the investors as well as for registering any compliance/grievances.

### E. Annual Report

The Annual Report containing, inter-alia, Audited Financial Statements, Directors’ Report, Auditors’ Report and other important information is circulated to the members and others entitled thereto.

The Management Discussion and Analysis (MDA) Report forms part of the Annual Report.

The Annual Report for financial year 31st March, 2023 and Notice of 21st AGM of the Company is being sent to the members at their registered e-mail addresses in accordance with MCA and SEBI Circulars.

## IV. GENERAL SHAREHOLDER INFORMATION

### A. Annual General Meeting for financial year 2022-23

Day, Date & Time	Thursday, 28th September, 2023, 1.00 P.M.
Mode	Through Video Conference (“VC”)/Other Audio-Visual Means (“OAVM”)
Financial Year	1 <sup>st</sup> April, 2022 to 31 <sup>st</sup> March, 2023.

# Corporate Governance Report

## B. Financial Calendar (Indicative dates)

First Quarter	14 <sup>th</sup> August, 2023.
Second Quarter and Half Yearly	Within 45 days from the end of the quarter.
Third Quarter and Nine Months ended	Within 45 days from the end of the quarter.
Fourth Quarter and Annual (Audited)	Within 60 days from the end of the quarter/ financial year.
Annual General Meeting for the year ending 31st March, 2024	On or before 30 <sup>th</sup> September, 2024.

## C. Dividend Payment Date: Not Applicable

## D. Date of Book Closure/Cut-off date: 21<sup>st</sup> September, 2023.

## E. Listing of the Equity Shares on Stock Exchange

Name of the Stock Exchange	Address	Script Code/Name
BSE Limited (BSE)	"Phiroze Jeejeebhoy Tower", Dalal Street, Mumbai-400 001	532870
National Stock Exchange of India Limited (NSE)	"Exchange Plaza", Bandra-Kurla Complex Bandra (E), Mumbai - 400 051	ANKITMETAL

The Company has paid the listing fees for the year 2023-24 for the above-mentioned Stock Exchanges.

## F. Market Price Data

The stock market data on BSE & NSE for the last twelve (12) months are provided herein:

Month	National Stock Exchange of India Ltd. (₹)		BSE Ltd. (₹)	
	HIGH	LOW	HIGH	LOW
April, 2022	9.80	7.45	9.95	7.44
May, 2022	7.85	6.00	7.85	6.07
June, 2022	8.55	6.15	8.57	6.08
July, 2022	7.20	6.25	7.20	6.16
August, 2022	6.85	5.80	6.93	5.83
September, 2022	6.80	5.80	6.74	5.81
October, 2022	6.90	5.05	6.94	5.10
November, 2022	6.80	5.70	6.70	5.45
December, 2022	6.70	5.25	6.67	5.10
January, 2023	6.00	5.20	6.20	5.10
February, 2023	5.95	4.15	5.95	4.28
March, 2023	5.25	3.20	4.90	3.15

## G. Registrar and Share Transfer Agent

The Company has availed the services of M/s. Link Intime India Pvt. Ltd, 502 & 503, 5<sup>th</sup> Floor, Vaishno Chamber, 6, Brabourne Road, Kolkata - 700 001 for processing the transfers, transmission etc. and to process the member's request for dematerialisation/rematerialisation of shares. Accordingly, all communications on matters relating to share transfers, dividend etc. may be sent directly to them. In compliance with regulation 7(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we comply with half yearly certificate to both the stock exchanges duly signed by the Company Secretary and authorized representative of the Registrar and Share Transfer Agent that



# Corporate Governance Report

activities relating to both physical and electronic share transfer facility are maintained by the above-mentioned Share Transfer Agent who is registered under SEBI.

## H. Share Transfer System

The share transfer/transmissions/splits and/or issue of duplicate share certificate requests are processed on behalf of the Company by Registrar & Share Transfer Agent, M/s. Link Intime India Pvt. Ltd. The transfer of shares process is usually addressed within fifteen days from the date of receipt. The Director or the Company officials, i.e., Chief Financial Officer or Company Secretary duly authorised by the Board approves all the transfers made and are noted under subsequent board meetings. In compliance with the provisions of regulation 40 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Practising Company Secretary audits the share operation system of the Company maintained at the office of the RTA and provides a certificate in compliance of the same to be uploaded on both the Stock Exchanges National Stock Exchange of India Limited (NSE) & BSE Limited (BSE).

## I. The International Security Identification Number (ISIN) for NSDL & CDSL: INE106I01010

## J. Distribution of Shareholding as on 31<sup>st</sup> March, 2023

Range of shares	No. of shareholders	% of total shareholders	No. of shares	% of total shares
1 to 500	25834	72.93	3231619	2.29
501 to 1,000	4038	11.40	3435808	2.43
1,001 to 2,000	2392	6.75	3761515	2.66
2,001 to 3,000	924	2.61	2392660	1.70
3,001 to 4,000	455	1.28	1649503	1.17
4,001 to 5,000	455	1.28	2185962	1.55
5,001 to 10,000	730	2.06	5641763	4.00
10,001 and above	597	1.69	118811670	84.20
<b>Total</b>	<b>35,425</b>	<b>100.00</b>	<b>14,11,10,500</b>	<b>100.00</b>

## K. Dematerialisation of shares and liquidity

The Company's shares are compulsorily traded in dematerialised form on National Stock Exchange of India Limited (NSE) & BSE Limited (BSE) equity shares of the Company representing 99.99% of the share capital are held in dematerialized form viz., CDSL - 12,43,55,663 equity shares and NSDL - 1,67,54,696 equity shares.

## L. Outstanding ADR's & GDR's, Warrants or any other convertible instruments, conversion date and likely impact on Equity Shares

During the year under review, the Company has not issued any ADR's & GDR's, Warrants or any other convertible instruments. The Company has at present no outstanding ADR's/GDR's/Warrants to be converted that has an impact on the equity shares of the Company.

## M. Commodity price risk or foreign exchange risk and hedging activities

The Company being sizable user of commodities exposes it to the price on account of procurement of commodities. There are no other commodity price/foreign exchange risk or commodity hedging activities involved.

## N. Credit Rating

During the year under review Credit Rating has not been done. The Company's credit rating for last available year for long-term and short-term debts/facilities was D, as given by ICRA Limited.

# Corporate Governance Report

## O. Shareholding Pattern as on 31st March, 2023

Category	No. of Shares	% of holding
Promoter & Promoter Group	10,02,15,000	71.02
Bodies Corporate	8,83,836	0.63
Individuals	3,79,13,645	26.86
Non-Resident Individuals (NRI)	7,59,947	0.54
Clearing Member	37,071	0.03
Hindu Undivided Family (HUF)	12,57,866	0.89
Limited Liability Partnership	43,135	0.03
<b>Total</b>	<b>14,11,10,500</b>	<b>100.00</b>

## P. Plant location

Village: Jorehira, Mouza: Burat, Jorehira & Sonpura  
PS: Chattna  
Dist: Bankura, West Bengal

## Q. Name, Designation and Address of Compliance Officer for Complaints and Correspondence as on date.

### Vipul Jain

Chief Financial Officer (CFO)

### Ankit Metal & Power Limited

'SKP House'

132 A, S.P. Mukherjee Road

Kolkata - 700 026

Telephone No.: +91 33 4016-8000/8100

Fax No.: +91 33 4016-8191/8107

Email Id: [cs@ankitmetal.com](mailto:cs@ankitmetal.com); [investors@ankitmetal.com](mailto:investors@ankitmetal.com)

### Address for Correspondence

#### Registered Office:

### Ankit Metal & Power Limited

35, Chittaranjan Avenue,

Kolkata - 700012

Contact No.: +91 9007830000

Email Id: [cs@ankitmetal.com](mailto:cs@ankitmetal.com)

CIN: L27101WB2002PLC094979

#### Corporate Office:

### Ankit Metal & Power Limited

'SKP House'

132A, S.P. Mukherjee Road,

Kolkata - 700 026

Telephone No.: +91334016 8000/8100

Fax No: +91 33 4016-8191/8107

Email Id: [cs@ankitmetal.com](mailto:cs@ankitmetal.com)

# Corporate Governance Report

## V. DISCRETIONARY CORPORATE GOVERNANCE REQUIREMENTS

In terms of regulation 27 (1) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with schedule II of the said regulation, the disclosure on account of the extent to which the discretionary requirements as specified in part E of schedule II are given below:

### A. The Board

The Executive Chairman has an office at the Company's premises.

### B. Shareholder's right

The Company does not consider circulating the half yearly declaration of financial results separately to each household of the Shareholders.

### C. Modified opinion (s) in audit report

The Company's financial statement has been accompanied with Auditor's qualification for the financial year ended 31st March, 2023.

### D. Separate posts of Chairperson and Chief Executive Officer

The Company has same individual as the Chairman and the Managing Director or Chief Executive Officer of the Company.

### E. Reporting of Internal Auditor

The Internal Auditor of the Company reports all the matters considered to its audit directly to the Audit Committee.

## VI. DISCLOSURE OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF REGULATION 46(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Pursuant to schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby confirms that it has complied with the corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) inter-alia covering the following subject matter/heads:

- a. Board of Directors
- b. Audit Committee
- c. Nomination and Remuneration Committee
- d. Stakeholder Relationship Committee
- e. Risk Management Committee: **Not Applicable**
- f. Vigil Mechanism
- g. Related Party Transactions
- h. Corporate Governance requirements with respect to subsidiary of Company: **Not Applicable**
- i. Obligations with respect to Independent Directors
- j. Obligations with respect to Directors and Senior Management
- k. Other Corporate Governance requirements as stipulated under the Regulations
- l. Dissemination of various information on the website of the Company w.r.t. clauses (b) to (i) of Regulation 46(2)

# Corporate Governance Report

## VII. CODE OF CONDUCT OF DIRECTORS AND SENIOR MANAGEMENT

The Code of Conduct for the Board of Directors and Senior Management Personnel as adopted is uploaded on the Company's website [www.ankitmetal.com](http://www.ankitmetal.com) and available at the link <http://www.ankitmetal.com/code-conduct.pdf>. All the Members of the Board and Senior Management Personnel have affirmed the compliances of the Code of Conduct.

### DECLARATION

In accordance with regulation 26(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that the Board Members and Senior Management Personnel of the Company have affirmed compliances with the Code of Conduct of the Company for the year ended 31st March, 2023.

**For Ankit Metal & Power Limited**

**SD/-**

**Place:** Kolkata

**Date:** 3<sup>rd</sup> April, 2023

**Subham Bhagat**

*Chairman cum Managing Director*

## VIII. CODE OF CONDUCT OF INDEPENDENT DIRECTORS

As per the provisions of section 149 (8) of the Companies Act, 2013, the Independent Directors shall abide by the provisions specified in schedule IV. Further, schedule IV lays down a Code for Independent Directors of the Company. Pursuant to the said provisions of the Companies Act, 2013, the Company has drafted a Code for Independent Directors of the Company and ensures that all the Independent Directors of the Company follows the same.

## IX. CEO/CFO CERTIFICATION

Pursuant to regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have reviewed the Financial Statements and the Cash Flow Statement for the year ended 31st March, 2023 and that to the best of our knowledge and belief, we state that:

- a. (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;  
(ii) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- c. To the best of our knowledge, we accept responsibility for establishing and maintaining Internal Controls for Financial Reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to Financial Reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d. we have indicated to the Auditors and the Audit Committee
  - i. significant changes in internal control over financial reporting during the year, if any;
  - ii. significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the Financial Statements, if any and
  - iii. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's Internal Control System over Financial Reporting.

# Corporate Governance Report

## X. CORPORATE GOVERNANCE COMPLIANCE

The Company has duly complied with the requirements laid down in the provisions of the SEBI Listing Regulations for the purpose of ensuing Corporate Governance. A certificate to this effect obtained from M/s. K.C. Dhanuka & Co., Company Secretaries (Prop. Mr. K.C. Dhanuka), the Secretarial Auditor of the Company, has been attached to this Annual Report.

For and on behalf of the Board of Directors  
**Ankit Metal & Power Limited**

**Subham Bhagat**  
*Chairman cum Managing Director*  
(DIN: 09070773)

**Place:** Kolkata

**Date:** 14<sup>th</sup> August, 2023

# Corporate Governance Report

## AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,  
The Members of  
**Ankit Metal & Power Limited**

We have examined the compliance of conditions of Corporate Governance by **Ankit Metal & Power Limited** ('the Company'), for the year ended on 31<sup>st</sup> March, 2023, as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), of the said Company with Stock Exchanges.

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

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

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

**K. C. DHANUKA & CO.**  
Company Secretaries

**K. C. DHANUKA**  
Proprietor  
FCS-2204, CP-1247  
Peer Review Certificate No. 2776/2022  
UDIN: F002204E000799671

**Place:** Kolkata  
**Date:** 14<sup>th</sup> August, 2023

# Corporate Governance Report

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

*(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To,  
The Members of  
**Ankit Metal & Power Limited,**  
35, Chittaranjan Avenue,  
Kolkata – 700 012

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Ankit Metal & Power Limited having CIN: L27101WB2002PLC094979 and having registered office at 35 Chittaranjan Avenue, Kolkata – 700 012 (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company and its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	Director Identification Number (DIN)	Date of appointment in Company
1	Subham Bhagat	09070773	08.03.2021
2	Satish Kumar Singh	05295625	14.08.2021
3	Sujata Agarwal	06833458	23.03.2015
4	Ankit Jain	07672255	14.12.2016*
5	Aritro Roy	08257216	20.03.2021
6	Sharat Malik	08529458	14.08.2019
7	Debasish Mukherjee	08529465	14.08.2019

\*resigned with effect from 15<sup>th</sup> September, 2022.

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

**K. C. DHANUKA & CO.**  
Company Secretaries

**K. C. DHANUKA**  
Proprietor  
FCS-2204, CP-1247  
Peer Review Certificate No. 2776/2022  
UDIN: F002204E000799693

**Place:** Kolkata  
**Date:** 14<sup>th</sup> August, 2023

# INDEPENDENT AUDITOR'S REPORT

TO  
THE MEMBERS OF  
ANKIT METAL & POWER LIMITED

## Report on the Audit of Financial Statements

### Qualified Opinion

We have audited the accompanying Financial Statements of ANKIT METAL & POWER LIMITED ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, *except for the possible effect of matter described in the basis for qualified opinion section of our report*, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("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 accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2023 and the Losses including Other Comprehensive Income, Changes in Equity and its Cash Flows Statement for the year ended on that date.

### Basis for Qualified Opinion

We draw your attention to **Note No. 28** of the accompanying Financial Statements regarding non provision of interest expense on the borrowings of the Company amounting to ₹ 15,563.02 Lacs for the year ended 31<sup>st</sup> March, 2023 (cumulative non provision of ₹ 95,913.89 Lacs till 31<sup>st</sup> March, 2023) and penal interest and charges thereof (amount remaining unascertained) which is not in accordance with the requirements of Ind AS 23: Borrowing Costs read with Ind AS 109: Financial Instruments.

Had the aforesaid interest expense been recognized, the finance cost for the year ended 31<sup>st</sup> March, 2023 would have been ₹15,570.57 Lacs instead of reported amount of ₹7.55 Lacs. The total expenses for the year ended 31<sup>st</sup> March, 2023 would have been ₹1,11,837.45Lacs instead of ₹ 95,282.58 Lacs. The Net Loss after tax for the year ended 31<sup>st</sup> March, 2023 would have been ₹26,429.60Lacs instead of reported amount of ₹ 9,874.73 Lacs. Total Comprehensive Loss for the year ended 31<sup>st</sup> March, 2023 would have been ₹26,301.12 Lacs instead of reported amount of ₹9746.24 Lacs. Other equity as on 31<sup>st</sup> March, 2023 would have been ₹ (1,99,281.11) Lacs instead of reported amount of ₹(1,02,375.36) Lacs and Other Current Financial Liability as on 31<sup>st</sup> March, 2023 would have been ₹1,17,125.00 Lacs instead of reported amount of ₹ 20,219.26 Lacs.

(The above reported interest has been calculated by using Simple Interest Rate).

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

### Material uncertainty relating to Going Concern

We draw your attention to **Note No. 29** of the Financial Statements regarding preparation of the Financial Statements on going concern basis, for the reason mentioned therein. The Company has incurred losses during



# INDEPENDENT AUDITOR'S REPORT

year ended 31st March, 2023. As on date the Company's current liabilities are substantially higher than its current assets and net worth has also been fully eroded. These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as going concern. The appropriateness of assumption of going concern is critically dependent upon the debt resolution of the Company which is under process, the Company's ability to raise requisite finance, generation of cash flows in future to meet its obligation and to earn profit in future.

## 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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

Sl. No.	Key Audit Matter	How our audit addressed the Key Audit Matter
1	<b>Claim and exposure relating to taxation and litigation</b>	<b>Our audit procedures included the following:</b>
	<p>The Company has material uncertain tax positions including matters in respect of disputed claims/levies under various taxes and legal matters.</p> <p>The taxes and litigation exposures have been identified as key audit matter due to:</p> <p>i. Litigation cases require significant judgement due to complexity of the case and involvement of various authorities.</p> <p>ii. These involve significant management judgment to determine the possible outcome of the uncertain tax positions.</p>	<p>Our audit procedures include the following substantive procedures:</p> <ul style="list-style-type: none"> <li>• Obtained understanding of key uncertain tax positions;</li> <li>• We have reviewed and analysed key correspondences relating to dispute;</li> <li>• We have discussed the matter for key uncertain tax positions with appropriate senior management;</li> <li>• We have evaluated management's underlying key assumptions in estimating the tax provisions; and assessed management's estimate of the possible outcome of the disputed cases</li> </ul>

## Emphasis of Matter

- i. As referred in **Note No. 32** of the Financial Statements, certain balances of "Borrowings", "Trade Receivables", "Trade payables", "Advances from Customer", "Advances Recoverable in Cash or Kind" and "Advance to Suppliers and Other Parties" etc. includes balances remaining outstanding for a substantial period. The balances are subject to confirmations and reconciliation. The reported Financials might have consequential impact which remains unascertained
- ii. As referred in **Note No. 28** of the Financials, various credit facilities availed from UBI, IOB, SBI, IDBI and Allahabad Bank have been assigned by the respective banks in favor of Asset Reconstruction Companies under various assignment agreements between the respective Banks and Asset Reconstruction Companies. In absence of information about the terms of assignments, the company is carrying the various credit facilities as appearing in the books and as per the previous terms with the respective banks. This may have consequential impact on the reported financials.

# INDEPENDENT AUDITOR'S REPORT

*iii.* With reference to **Note 28** to the financial statement, UCO Bank and Rare Asset Care & Reconstruction Enterprise Limited, financial creditors have filed an application under section 7 of the Insolvency & Bankruptcy Code (IBC) before National Company Law Tribunal (NCLT) Kolkata Bench for initiating Corporate Insolvency Resolution Process (CIRP) against the company (Ankit Metal & Power Limited) and the matter is sub-judice and not yet admitted.

Our report is not modified in these matters.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Return but does not include the Financial Statements and our Auditor's report thereon.

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

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Responsibility of the Management for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of the Financial Statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Gain/Loss, the Statement of Changes in Equity and Cash Flow Statement in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate Internal Financial Controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

## **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

# INDEPENDENT AUDITOR'S REPORT

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

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

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

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

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

## Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditors Report) Order, 2020 ("the order") issued by the Central Government of India in terms of subsection (11) of section 143 of the Act, we give in the "**Annexure A**", a statement on the matters specified in the paragraphs 3 and 4 of the order, to the extent applicable.

# INDEPENDENT AUDITOR'S REPORT

I. As required by section 143(3) of the Act, we report that:

- a. *Except for the possible effects of the matters described in the basis of qualified opinion section of our report*, 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. *Except for the possible effects of the matters described in the basis of qualified opinion section of our report*, in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Balance Sheet, Statement of Profit and Loss including Other Comprehensive Loss, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.
- d. *Except for the effects of the matters described in the basis of qualified opinion paragraph above*, in our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. *The matter described in the basis for qualified opinion section of our report, may have adverse effect on the functioning of the company.*
- f. On the basis of written representations received from the directors as on 31st March, 2023, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023, from being appointed as a director in terms of section 164(2) of the Act.
- g. With respect to the adequacy of the Internal Financial Controls over Financial Reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
- h. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

- i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i) The Company has disclosed the impact of pending litigations on the financial position in the Financial Statements- Refer **Note No. 30** to its Financial Statements.
  - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv) (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

# INDEPENDENT AUDITOR'S REPORT

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

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

- v) The company has not declared or paid dividend during the year. Hence, compliance of provision of section 123 of the Companies Act 2013 does not arise.
- vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(a) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

**For J.B.S & Company**  
*Chartered Accountants*  
FRN: 323734E

**C.A. Gouranga Paul**  
*Partner*

**Membership No. 063711**  
**UDIN: 23063711BGWNMU2744**

**Place:** Kolkata

**Date:** 30<sup>th</sup> May, 2023

# “ANNEXURE A” TO INDEPENDENT AUDITORS’ REPORT

The Annexure A referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirements’ of our report of even date to the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2023, with reference to the matters specified in the paragraph (3) & (4) of Companies (Auditors Report) Order 2020, we report that:

## (i)

- a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation, of property, plant, and equipment.  
(B) The Company has maintained proper records showing full particulars of intangible assets.
- b) The property, plant and equipment of the Company have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee), as disclosed in Note 2 on Property, Plant and Equipment to the financial statements, are held in the name of the Company.
- d) The Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Hence, reporting of other information under clause 3 (i) (d) of the said order is not required.
- e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder. Hence, disclosures of details in this regard under clause 3 (i) (e) of the said Order is not required.

## (ii)

- a) The inventory has been physically verified by the management at reasonable intervals. In our opinion the frequency of such verification is reasonable. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories.
  - b) According to the information and explanations given to us, at any point of time of the year, the company had sanctioned working capital limit in excess of Rs.5 crore in aggregate from bank or financial institution on the basis of security of current assets and the company is not submitting periodical return or statement to the respective bank/ financial institution for the reason as disclosed in Note 28 of the financial statement. Hence, we couldn’t comment on the discrepancies in this regard.
- (iii) In our opinion and according to the information and explanation given to us, the Company during the year has not made investments in, provided any guarantee or security or granted any loans/ advances in nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties. Hence reporting of other information under clause 3 (iii)(a) to (f) of the said Order is not required.
- (iv) In our opinion and according to the information and explanation given to us, The Company has not given any loans and guarantees or provided any security in connection with a loan, and make investments within the meaning of Section 185 & 186 of Companies Act, 2013. Hence reporting of other information under clause 3 (iv) of the said Order is not required.
- (v) According to the information and explanations given to us and on the basis of our examination of the books of account, the company has not accepted any deposits from the public and there is no amounts which are deemed to be deposits and consequently, the directives issued by the Reserve Bank of India and provisions of Section 73 to 76 or any other relevant provisions of the Companies Act 2013 and rules made thereunder [the Companies (Acceptance of Deposit) Rules, 2015] with regard to the deposits are not applicable to the company.

- (vi) Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed

# “ANNEXURE A” TO INDEPENDENT AUDITORS’ REPORT

the same and 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.

(vii)

- a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has generally delayed in depositing undisputed statutory dues including Goods & Service Tax, Provident Fund, Income Tax, Sales Tax, Service Tax, Duty of Customs, Value Added Tax, Cess and other statutory dues during the year with appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31<sup>st</sup> March, 2023 for a period of more than six months from the date on when they become payable except the following:

Statutory Dues as on 31.03.2023		
Sl No.	Nature of Dues	Amount involved (In Lakhs)
1	Excise Duty Payable	407.04
2	Income Tax Deducted At Source	149.76
3	P.F. Payable	26.71
4	Professional Tax On Salary	9.52
5	Withholding Tax	1.39
6	Liabilty For Gratuity Payment	0.61
7	Sales Tax Deducted At Source	0.32
8	Tcs Payable - On Outward Supply	24.16
<b>TOTAL</b>		<b>619.52</b>

- b) According to the information and explanations given to us, there are no dues of Income Tax, Goods & Services Tax, Sales Tax, Value Added Tax, Service Tax, Customs Duty, Excise Duty and Cess which have not been deposited with the appropriate authorities on account of any dispute except the following cases:

Statement of Disputed Dues				
Name of the Statute	Nature of Dues	Amount (Rs. In Lacs )	Period to which the amount relates	Forum where the Dispute is pending
Income Tax Act, 1961	Income Tax	354.58	A. Y. 2008-09	Income Tax Appellate Tribunal (ITAT)
		41.39	A. Y. 2009-10	Commissioner of Income Tax-Appeal (Kolkata)
		9,299.55	A. Y. 2011-12	Income Tax Appellate Tribunal (ITAT)
		11,800.06	A. Y. 2012-13	Income Tax Appellate Tribunal (ITAT)
		5,007.30	A. Y. 2013-14	Income Tax Appellate Tribunal (ITAT)
		24.50	A.Y. 2016-17	Commissioner of Income Tax-Appeal (Kolkata)
		67.12	A.Y. 2017-18	Commissioner of Income Tax-Appeal (Kolkata)
		0.07	A.Y. 2018-19	Commissioner of Income Tax-Appeal (Kolkata)
<b>TOTAL</b>		<b>26,594.57</b>		

# “ANNEXURE A” TO INDEPENDENT AUDITORS’ REPORT

W.B. VAT Act	Sales Tax	222.89	F.Y. 2005-06	Sr. Joint Commissioner of Commercial Taxes, Dharmtala Circle.
		917.91	F.Y. 2006-07	Sr. Joint Commissioner of Commercial Taxes, Dharmtala Circle.
		92.94	F.Y. 2006-07	Joint Commissioner of Commercial Taxes, Purulia Range
		358.17	F.Y. 2007-08	Sr. Joint Commissioner of Commercial Taxes, Dharmtala Circle.
		87.95	F.Y. 2007-08	Joint Commissioner of Commercial Taxes, Durgapur Range
		1,946.82	F.Y. 2008-09	Deputy Commissioner of Commercial Taxes
		3,068.82	F.Y. 2015-16	Special Commissioner of Commercial Taxes, Dharamtala Circle
		3.87	F.Y. 2016-17	Joint Commissioner of Commercial Taxes
		96.06	F.Y. 2017-18	Joint Commissioner of Commercial Taxes
<b>TOTAL</b>		<b>6,795.43</b>		

Entry Tax	Entry Tax	403.60	F.Y. 2012-13	SR.Joint Commissioner of Commercial Taxes, Dharamtala Circle
		385.05	F.Y. 2013-14	SR.Joint Commissioner of Commercial Taxes, LTU Govt. of India
		353.95	F.Y. 2014-15	SR.Joint Commissioner of Commercial Taxes, LTU Govt. of India
		210.24	F.Y. 2015-16	Joint Commissioner of Commercial Taxes, LTU Govt. of India
		27.67	F.Y. 2016-17	Joint Commissioner of Commercial Taxes
		31.88	F.Y. 2017-18	Joint Commissioner of Commercial Taxes
<b>TOTAL</b>		<b>1,412.39</b>		



## “ANNEXURE A” TO INDEPENDENT AUDITORS’ REPORT

The Central Excise Act, 1944	Excise Duty	36.66	September 2007 and January 2008	CESTAT
		30.91	01.02.2012 to 27.12.2012	Commissioner Appeal, Siliguri
		75.74	2008-2009 2009-2010	CESTAT
		132.60	2008-2009 2009-2010	CESTAT
		73.42	August 2009 to February 2011	CESTAT
		1,809.48	2010-2014	DGCEI, New Delhi
		0.65	2010-11	Bolpur Commissionerate
		59.36	2010-11	CESTAT
		3.00	2011-12	Commissioner of Central Excise, Kolkata-IV
		984.17	2014-17	CESTAT
		156.41	2013-14	Durgapur Commissionerate
		310.05	2012-13	CESTAT
<b>TOTAL</b>		<b>3,672.45</b>		
Service Tax Rules, 2012	Service Tax	4.33	2007	Durgapur Commissionerate
<b>TOTAL</b>		<b>4.33</b>		
<b>GRAND TOTAL</b>		<b>12,128.68</b>		

(viii) According to the information and explanation given to us and based on our examination of the books of accounts and other records there were no transactions unrecorded in the books of account and which were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix)

- a) Based upon the audit procedures performed and according to the records of the Company examined by us and the information and explanation given to us, the Company has defaulted in payment of interest and repayment of principal on borrowings to banks as follows:

# “ANNEXURE A” TO INDEPENDENT AUDITORS’ REPORT

In case of Long Term Borrowings:				
Particulars	Nature	Principal	Interest (Net of Reversal)	Period of Default
UCO Bank	FITL	888.72	109.60	October'15 to March'23
Syndicate Bank		208.43	26.91	October'15 to March'23
Corporation Bank		1,418.17	385.16	January'16 to March'23
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)		11,875.79	719.65	October'15 to March'23
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)		705.40	72.32	October'15 to March'23
<b>TOTAL</b>			<b>15,096.51</b>	<b>1,313.64</b>
UCO Bank	WCTL-1	2,018.00	174.48	February'16 to March'23
Syndicate Bank		500.00	416.25	February'16 to March'23
Corporation Bank		11.00	7.50	March'16 to March'23
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)		7,831.00	748.61	December'15 to March'23
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)		154.00	12.52	November'15 to March'23
<b>TOTAL</b>			<b>10,514.00</b>	<b>1,359.36</b>
UCO Bank	WCTL-2	820.00	71.42	February'16 to March'23
Corporation Bank		848.00	574.08	March'16 to March'23
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)		9,171.99	81.27	January'16 to March'23
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)		744.00	60.47	December'15 to March'23
<b>TOTAL</b>			<b>11,583.99</b>	<b>787.24</b>
Corporation Bank	Term Loan	5,500.00	3,057.18	November'15 to March'23
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)		33,879.00	2,124.01	November'15 to March'23
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)		2,042.00	166.04	December'15 to March'23
Financial Institution - Alchemist Asset Reconstruction Company Ltd.		483.43	-	October'14 to March'23
<b>TOTAL</b>			<b>41,904.43</b>	<b>5,347.23</b>
<b>GRAND TOTAL</b>		<b>79,098.93</b>	<b>8,807.47</b>	

In case of Short Term Borrowings :				
Particulars	Nature	Principal	Interest (Net of Reversals)	Period of Default
Corporation Bank	Cash Credit	1,290.59	0.01	December'15 to March'23
Syndicate Bank		2,276.63	0.02	November'15 to March'23
UCO Bank		4,129.27	0.04	September'15 to March'23
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)		1,461.80	0.01	October'15 to March'23
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)		24,046.11	-	September'15 to March'23
<b>TOTAL</b>			<b>33,204.40</b>	<b>0.09</b>

In absence of the settlement agreement with ARC (RARE & ACRE) the maturity period is continued to be shown as per earlier terms with respective banks and outstanding amount till March, 2023 is shown as default and the un-provided liability amounting to ₹ 95,913.89 Lacs, as referred in Note No. 28 of the Financial Statements, also continued to be a default. The Company does not have any loans and borrowings from Government and has not issued any debentures.

- b) According to the information and explanations given to us and based on our examination of the other records, the company has not been declared as a willful defaulter by any bank or financial institutions or other lender. Hence reporting of information under clause 3 (ix) (b) of the said Order is not applicable.

## “ANNEXURE A” TO INDEPENDENT AUDITORS’ REPORT

- c) According to the information and explanations given to us and based on our examination of the financial statements of the Company, we report that the company has not taken term loan during the year. Hence reporting of information under clause 3(ix) (c) of the said Order is not applicable.
  - d) As mentioned above, the company not taken any loans or other borrowings from lenders during the year. Hence, reporting of information whether funds raised on short term basis have been utilized for long term purposes under clause 3 (ix) (d) of the said Order is not applicable.
  - e) According to the information and explanations given to us and based on our examination of the other records, the company does not have any subsidiaries, associates or joint ventures. Hence reporting of information under clause 3 (ix) (e) & (f) of the said Order is not applicable.
- (x)
- a) Based upon the audit procedures performed and the information and explanations given to us, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Hence, reporting of information under clause 3 (x) (a) of the said Order is not applicable.
  - b) According to the information and explanations given to us and based on our examination of the records, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures (fully, partially or optionally convertible) during the year. Therefore, reporting of information under clause 3 (x) (b) of the said Order is not applicable.
- (xi)
- a) Based upon the audit procedures performed and the information and explanations given by the management, no fraud on the company or by the company has been noticed or reported during the year.
  - b) According to the information and explanations given by the management, 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 upto the date of this report.
  - c) According to provision of section 177(9) of the Companies Act 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 establishment of Vigil Mechanism or Whistle – Blower Policy under SEBI LODR Regulations is applicable to the company. As per information and explanation provided to us by the management, no Whistle – Blower Complaints received by the company during the year.
- (xii) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under Clause 3(xii)(a) to (c) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us by the management, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv)
- a) In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.
  - b) The company has furnished us reports of the Internal Auditors for the period under audit which were considered by us in the course of Audit.
- (xv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the reporting in respect of compliance of provisions of section 192 of the Companies Act 2013 is not required.

# “ANNEXURE A” TO INDEPENDENT AUDITORS’ REPORT

(xvi)

- a) Based upon the audit procedures performed and the information and explanations given by the management, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.
- b) Based upon the audit procedures performed and the information and explanations given by the management, the company has not conducted any Non-Banking Financial or Housing Finance Activities without a valid certificate of registration (CoR) from Reserve Bank of India.
- c) Based upon the audit procedures performed and the information and explanations given by the management, the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve bank of India. Therefore, reporting under clause 3 (xvi) (c) of the said Order is not applicable.
- d) Based upon the audit procedures performed and the information and explanations given by the management, the Group does not have any Core Investment Company (CIC) as part of Group. Therefore, reporting under clause 3 (xvi) (d) of the said Order is not applicable.

(xvii) In our opinion and according to the information and explanations given to us, the Company has incurred cash losses during the financial year and in the immediately preceding financial year. Except for the possible effect of the matter described in the basis for qualified opinion section of our report, the cash losses incurred by the company are as follows:

Financial Year	Cash Losses (₹ in Lacs)
2022-23	6,272.79
2021-22	901.17

(xviii) According to the information and explanations given to us and based on our examination of the records of the Company, there has not been any resignation of the statutory auditors of the company during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable.

(xix) Based upon the financial ratios, ageing and expected dates of realization 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, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither given 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) Section 135 of the Companies Act 2013 is not applicable to the company. Accordingly, reporting under clause 3 (xx) (a)&(b) of the said Order is not applicable.

(xxi) The Company is not required to prepare Consolidated Financial Statements. Accordingly, clause 3(xxi) of the Order is not applicable.

For **J.B.S & Company**  
Chartered Accountants  
FRN: 323734E

**C.A. Gouranga Paul**  
Partner

Place: Kolkata

Date: 30<sup>th</sup> May, 2023

Membership No. 063711  
UDIN: 23063711BGWNMU2744

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# **“ANNEXURE B” TO INDEPENDENT AUDITORS’ REPORT**

## **Report on the Internal Financial Controls over Financial Reporting under Clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the Internal Financial Controls over financial reporting of **ANKIT METAL & POWER LIMITED** (“the Company”) as of 31<sup>st</sup> March, 2023 in conjunction with our audit of the 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing issued by ICAI and 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 authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

# “ANNEXURE B” TO INDEPENDENT AUDITORS’ REPORT

## **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 31<sup>st</sup> 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 Institute of Chartered Accountants of India.

**For J.B.S & Company**  
*Chartered Accountants*  
**FRN: 323734E**

**C.A. Gouranga Paul**  
*Partner*  
**Membership No. 063711**  
**UDIN: 23063711BGWNMU2744**

**Place:** Kolkata

**Date:** 30<sup>th</sup> May, 2023

# Balance Sheet as at 31st March, 2023

(₹ in Lacs)

Particulars	Note	As at 31st March 2023	As at 31st March 2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant & Equipment	2	42,623.94	46,149.33
Other Intangible Assets	4	-	-
Capital Work in Progress	3	4,719.95	2,840.00
Financial Assets		-	-
(i) Investments	5	7.25	12.19
(ii) Other Non-Current Financial Assets	6A	259.26	201.62
<b>Total Non-Current Assets</b>		<b>47,610.40</b>	<b>49,203.14</b>
<b>Current Assets</b>			
Inventories	8	57,186.03	59,696.51
Financial Assets			-
(i) Trade Receivables	9	6,148.74	3,554.39
(ii) Cash & Cash Equivalents	10A	109.42	62.46
(iii) Bank Balances (other than ii above)	10B	-	2.42
(iv) Other Current Financial Assets	6B	569.88	569.88
Current Tax Assets (Net)		461.63	406.79
Other Current Assets	7	7,419.06	8,440.53
<b>Total Current Assets</b>		<b>71,894.76</b>	<b>72,732.98</b>
<b>Total Assets</b>		<b>119,505.16</b>	<b>121,936.12</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	11	14,111.05	14,111.05
Other Equity	12	(102,375.36)	(92,629.11)
<b>Total Equity</b>		<b>(88,264.31)</b>	<b>(78,518.06)</b>
<b>Liabilities</b>			
<b>Non-current Liabilities</b>			
Financial Liabilities			
(i) Long Term Borrowings	13	1,103.00	6,566.08
Deferred Tax Liabilities/(Assets)		-	-
Provisions	15A	468.74	426.06
<b>Total Non-current Liabilities</b>		<b>1,571.74</b>	<b>6,992.14</b>
<b>Current Liabilities</b>			
Financial Liabilities			
(i) Short Term Borrowings	16	109,387.52	107,400.20
(ii) Trade Payables	17		
-Total Outstanding dues of micro enterprises and small enterprises		80.04	73.47
-Total Outstanding dues of creditors other than micro enterprises and small enterprises		58,932.51	60,052.89
(iii) Other Financial Liabilities	18	20,219.26	17,882.51
Other Current Liabilities	19	17,570.86	7,993.66
Provisions	15B	7.54	59.31
<b>Total Current Liabilities</b>		<b>206,197.73</b>	<b>193,462.04</b>
<b>Total Liabilities</b>		<b>207,769.47</b>	<b>200,454.18</b>
<b>Total Equity and Liabilities</b>		<b>119,505.16</b>	<b>121,936.12</b>

See accompanying notes to the financial statements.

**For J.B.S & Company**

FRN- 323734E

Chartered Accountants

**Gouranga Paul**

Partner

Membership No. 063711

Place: Kolkata

Date: 30th May, 2023

**For and on behalf of Board of Directors**

**Subham Bhagat**

(Chairman cum Managing Director)

**Vishal Shah**  
(Company Secretary)

**Vipul Jain**  
(CFO)

# Statement of Profit and Loss for the year ended 31st March, 2023

(₹ in Lacs)

Particulars	Notes	As at 31st March, 2023	As at 31st March, 2022
I. Revenue from operations	20	85,399.17	75,672.12
II. Other income	21	8.68	76.69
<b>III. Total Income (I + II)</b>		<b>85,407.85</b>	<b>75,748.81</b>
<b>IV. EXPENSES</b>			
Cost of raw material and components consumed	22	53,001.03	45,987.52
Purchase of stock-in-trade		11,306.71	7,657.36
(Increase)/decrease in inventories of finished goods, work-in-progress and stock-in-trade	23	7,102.55	2,642.37
Employee benefits expense	24	1,258.67	1,170.44
Finance costs	25	7.55	479.57
Depreciation and amortization expense	26	3,528.39	4,239.58
Other expenses	27	19,077.68	18,734.28
<b>Total Expenses</b>		<b>95,282.58</b>	<b>80,911.12</b>
V. Profit/(Loss) Before Exceptional Items and Tax		<b>(9,874.73)</b>	<b>(5,162.31)</b>
VI. Exceptional Items		-	-
VII. Profit/(Loss) Before Tax		<b>(9,874.73)</b>	<b>(5,162.31)</b>
VIII. Tax expenses			
-Current tax		-	-
-Deffered tax		-	-
<b>IX. Profit (Loss) for the period from continuing operations</b>		<b>(9,874.73)</b>	<b>(5,162.31)</b>
X. Profit (Loss) from discontinued operations		-	-
XI. Tax expense of discontinued operations		-	-
XII. Profit/(loss) from discontinued operations (after tax)		-	-
<b>XIII. Profit/(loss) for the period</b>		<b>(9,874.73)</b>	<b>(5,162.31)</b>
XIV. Other Comprehensive Income/(Losses)			
A (i) Items that will not be reclassified subsequently to Profit and Loss		128.49	63.12
(ii) Income tax relating to items that will not be reclassified subsequently to profit or loss		-	-
B (i) Items that will be reclassified subsequently to Profit and Loss		-	-
(ii) Income tax relating to items that will be reclassified subsequently to profit or loss		-	-
<b>Total Other Comprehensive Income/(Losses)</b>		<b>128.49</b>	<b>63.12</b>
<b>Total Comprehensive Income/(Losses) for the year</b>		<b>(9,746.24)</b>	<b>(5,099.19)</b>
XV. Earnings per equity share [for continuing operations]			
-Basic		(7.00)	(3.66)
-Diluted		(7.00)	(3.66)

See accompanying notes to the financial statements.  
As per our report of even date.

For and on behalf of Board of Directors

For J.B.S & Company

FRN- 323734E

Chartered Accountants

Gouranga Paul

Partner

Membership No. 063711

Place: Kolkata

Date: 30th May, 2023

Subham Bhagat

(Chairman cum Managing Director)

Vishal Shah

(Company Secretary)

Vipul Jain

(CFO)



# Cash Flow Statement for the year ended 31st March 2023

(₹ in lacs)

Particulars	Year Ended 31st March, 2023		Year Ended 31st March, 2022	
<b>(A) Cash Flows from Operating Activities</b>				
Profit for the year		(9,874.73)		(5,162.31)
Adjustments for:				
Depreciation	3,528.39		4,239.58	
Interest Income	(8.68)		(4.49)	
Finance Cost	7.55		479.57	
Provision/(reversal) for supplement payments on retirement	128.49		63.12	
Exchange Fluctuation Loss/(Gain)	73.55	3,729.30	21.57	4,799.35
<b>Operating Profit before Working Capital Changes</b>		<b>(6,145.43)</b>		<b>(362.96)</b>
Adjustments for:				
(Increase)/Decrease in Trade Receivables	(2,594.35)		1,579.00	
(Increase)/Decrease in Inventories	2,510.48		(2,704.30)	
(Increase)/Decrease in Non Current and Current Financial Assets	(57.65)		(115.08)	
(Increase)/Decrease in Other Non Current and Current Assets	966.64		(473.27)	
Increase/(Decrease) in Trade Payables	(1,113.81)		13,112.15	
(Increase)/Decrease in Non Current and Current Financial Liabilities	2,336.76		91.39	
(Increase)/Decrease in Other Current Liabilities and provisions	9,568.11	<b>11,616.18</b>	(5,095.21)	<b>6,394.68</b>
<b>Cash Generated from Operations</b>		<b>5,470.75</b>		<b>6,031.72</b>
Income Taxes Paid		-		-
Exchange Fluctuation (Loss)/Gain		(73.55)		(21.57)
<b>Net Cash from Operating Activities (A)</b>		<b>5,397.20</b>		<b>6,010.15</b>
<b>(B) Cash Flows from Investing Activities:</b>				
Sale/(Purchase) of Fixed Assets & Capital W.I.P.	(1,882.96)		(2,840.00)	
Interest Received	8.68		4.49	
Sale in Shares & Others	4.94		-	
Fixed Deposits	2.42		0.88	
<b>Net Cash from Investing Activities (B)</b>		<b>(1,866.92)</b>		<b>(2,834.63)</b>
<b>(C) Cash Flows from Financing Activities</b>				
Increase/ (Decrease) in long-term borrowings	(5,463.08)		(11,085.76)	
Increase/ (Decrease) in short-term borrowings	1,987.32		8,050.45	
Finance Cost	(7.55)		(165.21)	
<b>Net Cash (used in) Financing Activities (C)</b>		<b>(3,483.31)</b>		<b>(3,200.52)</b>
<b>Net Increase in Cash and Cash Equivalents (A) + (B) + (C)</b>		<b>46.96</b>		<b>(25.00)</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>		<b>62.46</b>		<b>87.46</b>
<b>Cash and Cash Equivalents at the end of the year</b>		<b>109.42</b>		<b>62.46</b>

See accompanying notes to the financial statements.  
As per our report of even date.

For and on behalf of Board of Directors

**For J.B.S & Company**  
FRN- 323734E  
Chartered Accountants

**Gouranga Paul**  
Partner  
Membership No. 063711

Place: Kolkata  
Date: 30th May, 2023

**Subham Bhagat**  
(Chairman cum Managing Director)

**Vishal Shah**  
(Company Secretary)

**Vipul Jain**  
(CFO)

Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

Statement Of Changes In Equity

A. Equity Share Capital				
Current Reporting Period				(₹ in Lacs)
Balance at the beginning of the current reporting period	Changes in equity share capital due to prior period error	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
14,111.05	-	14,111.05	-	14,111.05

Previous Reporting Period				(₹ in Lacs)
Balance at the beginning of the previous reporting period	Changes in equity share capital due to prior period error	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
14,111.05	-	14,111.05	-	14,111.05

B. Other Equity					
Current Reporting Period					(₹ in Lacs)
Particulars	Reserves and Surplus			Items of Other Comprehensive Income/(Loss) (OCI)	Total
	Securities Premium	Capital Reserve	Retained Earnings	Remeasurement of the net defined benefit plans	
Balance at the beginning of the current reporting period	30,520.07	-	(123,142.86)	(6.33)	(92,629.12)
Changes in accounting policy or prior period errors	-	-	-	-	-
<b>Restated balance at the beginning of the current reporting period</b>	<b>30,520.07</b>	<b>-</b>	<b>(123,142.86)</b>	<b>(6.33)</b>	<b>(92,629.12)</b>
Total Comprehensive Income for the year	-	-	(9,874.73)	128.49	(9,746.25)
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
<b>Balance at the end of the current reporting period</b>	<b>30,520.07</b>	<b>-</b>	<b>(133,017.59)</b>	<b>122.16</b>	<b>(102,375.36)</b>

Previous Reporting Period					(₹ in Lacs)
Particulars	Reserves and Surplus			Items of Other Comprehensive Income/(Loss) (OCI)	Total
	Securities Premium	Capital Reserve	Retained Earnings	Remeasurement of the net defined benefit plans	
Balance at the beginning of the previous reporting period	30,520.07	-	(117,980.55)	(69.45)	(87,529.93)
Changes in accounting policy or prior period errors	-	-	-	-	-
<b>Restated balance at the beginning of the previous reporting period</b>	<b>30,520.07</b>	<b>-</b>	<b>(117,980.55)</b>	<b>(69.45)</b>	<b>(87,529.93)</b>
Total Comprehensive Income for the year	-	-	(5,162.31)	63.12	(5,099.19)
Dividends	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-
<b>Balance at the end of the previous reporting period</b>	<b>30,520.07</b>	<b>-</b>	<b>(123,142.86)</b>	<b>(6.33)</b>	<b>(92,629.12)</b>

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### Note: 1 Company Overview

Ankit Metal & Power Limited ("the Company") is a well-differentiated player in the Steel manufacturing sector. Since its inception, the Company has come a long way to position itself as one of the integrated steel plant to produce rolled products comprising of TMT Bars, Sponge Iron, Steel Melting shop, Billets and Rolling Mill along with 12.5 MW captive Power Plant. The Company is a public company incorporated in India. The address of its registered office is 35, Chittaranjan Avenue, Kolkata - 700012.

#### 1.1 Basis of preparation

##### a) Statement of Compliance

These Financial Statements are prepared in accordance with the provisions of the Companies Act, 2013 ('Act') (to the extent notified) and Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. The Ind AS are prescribed under section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing standard requires a change in the accounting policy hitherto in use.

##### b) Functional and presentation currency

The financial statements are presented in Indian Rupees ('₹') which is Company's presentation currency. The functional currency of the Company is also Indian Rupees ('₹').

##### c) Basis of measurement

The financial statements have been prepared on historical cost convention on the accrual basis, except for the following items:

- (i) Certain financial assets and financial liabilities measured at fair value;
- (ii) Employee's defined benefit plan as per actuarial valuation.

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

##### d) Use of judgments and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

#### Critical accounting judgements and key sources of estimation uncertainty: Key assumptions

##### (i) Useful lives of Property, Plant and Equipment:

The Company reviews the estimated useful lives and residual values of Property, plant and equipment at the end of each reporting period. During the current financial year, the management determined that there were no changes to the useful lives and residual values of the Property, Plant and Equipment.

##### (ii) Allowances for doubtful debts:

The Company makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgement and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

##### (iii) Allowances for inventories:

Management reviews the inventory age listing on a periodic basis. This review involves comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the financial statements for any obsolete and slow-moving items.

##### (iv) Fair value measurement of financial instruments:

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using certain valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

##### (v) Defined benefit plans:

The cost of the defined benefit plan includes gratuity and the present value of the gratuity obligation are determined using actuarial valuations using projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

##### (vi) Recognition and measurement of provisions and contingencies:

The certain key assumptions about the likelihood and magnitude of an outflow of resources. Provision is towards known contractual obligation, litigation cases and pending assessments in respect of taxes, duties and other levies, if any, in respect of which management believes that there are present obligations and the settlement of such obligations are expected to result in outflow of resources, to the extent provided for.

##### e) Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

**1.2 Significant Accounting Policies**

**a) Operating Cycle**

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 – Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

**b) Financial instruments**

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

**i. Financial Assets**

**Initial Recognition and Measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade receivables are initially measured at transaction price. Regular way purchase and sale of financial assets are accounted for at trade date.

**Subsequent Measurement**

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

- Amortised cost
- Fair value through other comprehensive income (FVTOCI)
- Fair value through profit or loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

**Financial assets at amortised cost**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The effective interest rate (EIR) amortisation is included in finance income in the profit or loss.

**Financial assets at FVTOCI**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

**Financial assets at FVTPL**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit & Loss.

**Other Equity Investments**

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

**Derecognition**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

**ii. Financial Liability**

**Initial Recognition and measurement**

Financial liabilities are initially recognised at fair value plus any transaction cost that are attributable to the acquisition of the financial liabilities except financial liabilities at fair value through profit or loss which are initially measured at fair value.

**Subsequent Measurement**

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

- Financial liabilities through profit or loss (FVTPL)
- Financial liabilities at amortised cost

**Financial Liabilities through FVTPL**

A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss.

**Financial Liabilities at Amortised Cost**

Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximates fair value due to the short maturity of these instruments.

**Derecognition**

A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

An exchange between an existing borrower and lender of debt instruments with substantially different terms shall be accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability or a part of it (whether or not attributable to the financial difficulty of the debtor) shall be accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of a financial liability (or part of a financial liability) extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, shall be recognised in profit or loss.

**iii. Offsetting of Financial Instruments**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### c) **Property, Plant and Equipment**

#### i. **Recognition and Measurement**

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located. Borrowing costs directly attributable to the acquisition or construction of those qualifying property, plant and equipment, which necessarily take a substantial period of time to get ready for their intended use, are capitalised.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Cost of the tangible assets not ready for their intended use at the Balance Sheet date together with all related expenses are shown as Capital Work-in-Progress.

ERP Software costs and Trademark costs are included in the the balance sheet as intangible assets. Intangible assets are valued at cost less accumulated amortisation and accumulated impairment losses..

#### ii. **Subsequent Expenditure**

Subsequent expenditure is capitalized only when it is probable that the future economic benefits associated with the expenditure will flow to the Company. Ongoing repairs and maintenance are expensed as incurred.

#### iii. **Depreciation and Amortisation**

Depreciation and amortisation for the year is recognised in the Statement of Profit and Loss. Depreciation on fixed assets are provided on straight line method over the useful lives of assets, at the rates and in the manner specified in Part C of Schedule II of the Act. The rates of depreciation as prescribed in Part C of Schedule II of the Act are considered as the minimum rates. Freehold land is not depreciated. Leasehold land (includes development cost) is amortised on a straight line basis over the period of respective lease. Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted as appropriate.

### d) **Inventories**

Inventories are valued at lower of cost and net realisable value. Cost of inventories comprise material cost on FIFO basis, labour and manufacturing overheads incurred in bringing the inventories to their present location and condition. The cost of Work-in-Progress and finished goods includes the cost of labour, material and a proportion of manufacturing overheads.

### e) **Impairment**

#### i. **Impairment of Financial Instruments : Financial Assets**

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financials assets in FVTPL category. For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall. The impairment losses and reversals are recognised in Statement of Profit and Loss.

#### ii. **Impairment of Non-Financial Assets**

The Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. For impairment testing, assets that do not generate independent cash inflows are grouped together into Cash-Generating Units (CGUs). Each CGU represents the smallest Company of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs. An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

### f) **Foreign Currency Transactions**

Foreign currency transactions are accounted for at the exchange rates prevailing at the date of the transaction. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets. Additionally, exchange gains or losses on foreign currency borrowings taken prior to 1st April, 2016 which are related to the acquisition or construction of qualifying assets are adjusted in the carrying cost of such assets.

### g) **Government Grants**

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset.

### h) **Employee Benefits**

#### **Post-Employment Benefits**

##### (i) **Defined Benefit Plans**

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income. The Company has an Employee Gratuity Fund managed by the Life Insurance Corporation of India. Liability with regards to long term employee benefits is provided for on the basis of actuarial valuation at the Balance sheet date.

##### (ii) **Defined Contribution Plans**

Retirement benefit in the form of contribution to Provident Fund is a defined contribution scheme and is charged to profit & loss account in the year when they become due.

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### (iii) Short Term Employee Benefits

Short - term compensated absences are provided for on the basis of estimates.

#### i) Accounting of Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Contingent liabilities are recognised only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for. Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

#### j) Revenue Recognition

Revenue is recognised to the extent it is probable that the economic benefits will flow to the company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Domestic sales are recognised at the time of dispatch of materials to the buyer. Export sales are recognised on the issue of bill of lading.

Export Incentives arising out of Export Sales are accounted for on accrual basis.

Purchases are inclusive of freight and net of Input Tax Credit, Trade Discount and Claims.

#### k) Recognition of Dividend Income, Commission Income, Interest Income or Expenses

Dividend income is recognised in profit or loss on the date on which the Company's right to receive payment is established. Income from commission is recognised based on agreements/arrangements with the customers as the service is performed using the proportionate completion method, when no significant uncertainty exists regarding the amount of the consideration that will be derived from rendering the service. Interest income or expense is recognised using the effective interest method.

#### l) Leases

Leases of property, plant and equipment that transfer to the Company substantially all the risks and rewards of ownership are classified as finance leases. The leased assets are measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. The minimum lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in the Statement of Profit and Loss. Assets held under leases that do not transfer to the Company substantially all the risks and rewards of ownership (i.e. operating leases) are not recognised in the Company's Balance Sheet. Payments made under operating leases are recognized in the Statement of Profit or Loss on a straight-line basis over the term of the lease unless the payments to the lessor are structured to increase in line with general inflation.

#### m) Income Tax

Income Tax expense comprises of current and deferred tax. Current tax and deferred tax is recognized in the statement of profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in OCI.

##### i. Current Tax

Current Tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

##### ii. Deferred Tax

Deferred Tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

#### n) Borrowing Costs

Borrowing Costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred. Where there is an unrealised exchange loss which is treated as an adjustment to interest and subsequently there is a realised or unrealised gain in respect of the settlement or translation of the same borrowing, the gain to the extent of the loss previously recognised as an adjustment is recognised as an adjustment to interest.

#### o) Earnings per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

#### p) Segment Reporting

The Company has identified Iron & Steel as the sole business segment and the same has been treated as primary business segment. The Company sells mostly within India and does not have operations in economic environments with different risks and returns, it is considered operating in single geographical segment. Hence, no further disclosure as required under the Indian Accounting Standard - 108 " Operating Segments " as issued by the 'The Institute of Chartered Accountants of India'.

#### q) Expenditure on new projects & substantial expansion

Preliminary project expenditure, capital expenditure, indirect expenditure incidental and related to construction/ implementation, interest on term loans to finance fixed assets and expenditure on start-up of the project are capitalised upto the date of commissioning of project to the cost of the respective assets.

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### Note: 2 Property, Plant and Equipment

(₹ in Lacs)

Particulars	Freehold Land	Leasehold land	Factory Building	Other Than Factory Building	Plant & Equipments	Office Equipments	Computers	Motor Cars	Furniture & Fixtures	Tangibles Total
<b>Cost/Deemed Cost</b>										
As at 31st March, 2021	233.73	351.49	16,731.36	950.12	60,199.41	36.12	9.66	84.37	100.88	78,697.12
Additions	-	-	-	-	-	-	-	-	-	-
Deductions	-	-	-	-	-	-	-	-	-	-
As at 31st March, 2022	233.73	351.49	16,731.36	950.12	60,199.41	36.12	9.66	84.37	100.88	78,697.12
Additions	-	-	-	-	-	-	-	-	-	-
Deductions	-	-	-	-	-	-	-	-	-	-
As at 31st March, 2023	233.73	351.49	16,731.36	950.12	60,199.41	36.12	9.66	84.37	100.88	78,697.12
<b>Accumulated Depreciation and impairment</b>										
As at 31st March 2021	-	38.52	3,946.52	92.78	24,030.75	30.49	7.20	79.28	82.68	28,308.22
Depreciation expense	-	7.70	708.41	15.48	3,503.14	-	-	2.00	2.84	4,239.58
Deductions	-	-	-	-	-	-	-	-	-	-
As at 31st March, 2022	-	46.22	4,654.94	108.25	27,533.89	30.49	7.20	81.28	85.52	32,547.80
Depreciation expense	-	7.70	590.07	15.48	2,912.03	0.03	-	1.09	1.98	3,528.39
Deductions	-	-	-	-	-	-	-	-	-	-
As at 31st March, 2023	-	53.93	5,245.00	123.73	30,445.93	30.53	7.20	82.38	87.50	36,076.19
<b>Carrying Value</b>										
As at 31st March, 2023	233.73	297.56	11,486.35	826.39	29,753.48	5.59	2.46	1.99	13.37	42,620.93
As at 31st March, 2022	233.73	305.26	12,076.42	841.86	32,665.52	5.63	2.46	3.08	15.35	46,149.33

### Note:

a) For details of tangible assets pledged as security against secured borrowings refer Note. 11

b) The management has evaluated and is of the opinion that there is no major components of the Property, plant and equipment for adopting components based accounting as

Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

Note: 3 Capital Work in Progress		
(₹ in Lacs)		
Gross Value	31st March, 2023	31st March, 2022
As at 31 March 2022	2,840.00	-
Additions during the year	1,879.96	2,840.00
	4,719.95	2,840.00
Less: Capitalized	-	-
As at 31 March 2023	4,719.95	2,840.00

CWIP Ageing Schedule					
CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	4,719.95	-	-	-	4,719.95
Projects temporarily closed	-	-	-	-	-
<b>Total</b>	<b>4,719.95</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,719.95</b>

Note: 4 Other Intangible Assets			
Particulars	Trademarks	Computer Software	Intangibles Total
<b>Cost/Deemed Cost</b>			
As at 31st March, 2022	7.52	17.38	24.90
Additions	-	-	-
Deductions	-	-	-
As at 31st March, 2023	7.52	17.38	24.90
<b>Accumulated Depreciation and impairment</b>			
As at 31st March 2022	7.52	17.38	24.90
Depreciation expense	-	-	-
Deductions	-	-	-
As at 31st March 2023	7.52	17.38	24.90
<b>Carrying Value</b>			
As at 31st March 2023	-	-	-
As at 31st March 2022	-	-	-

Note: 5. Non Current Financial Asset-Investments	As at 31st March, 2023		As at 31st March, 2022	
	Number of Shares	Value of Shares ₹ in Lacs	Number of Shares	Value of Shares ₹ in Lacs
<b>I) Investments in Equity Instruments (At Fair Value through Profit or Loss)</b>				
<b>Unquoted (Fully Paid Up)</b>				
Bengal Sponge Manufactures Mining Private Limited (Equity Shares of ₹10 each)	72,500	7.25	72,500	7.25
<b>II) Investment in Government Securities (At Amortised Cost)</b>				
National Saving Certificate - VIII Issue	-	-	-	4.94
<b>TOTAL</b>		<b>7.25</b>		<b>12.19</b>
Aggregate Book Value of Quoted Investments		-		-
Aggregate Market Value of Quoted Investments		-		-
Aggregate Carrying Value of Unquoted Investments	72,500	7.25		7.25
Aggregate amount of impairment in value of investments		-		-

Note: 6 Other Financial Assets (Non-Current)	As at 31st March, 2023	As at 31st March, 2022
	₹ in Lacs	₹ in Lacs
<b>A. Non-Current (Unsecured, Considered good)</b>		
Security Deposits (At Amortised Cost)	195.81	190.29
Bank Deposits with more than 12 months maturity	63.45	11.33
<b>Total</b>	<b>259.26</b>	<b>201.62</b>
<b>B. Current (Unsecured, Considered good)</b>		
Subsidy Receivable	569.88	569.88
<b>Total</b>	<b>569.88</b>	<b>569.88</b>

Note: 7 Other Assets (Non-Current)	As at 31st March, 2023	As at 31st March, 2022
	₹ in Lacs	₹ in Lacs
<b>A. Non-Current (Unsecured, Considered good)</b>		
Advances for Capital Goods	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>B. Current (Unsecured, Considered good)</b>		
Tax Under Protest	158.68	158.68
Advances recoverable	4,395.33	3,460.55
MAT credit entitlement	1,928.82	1,928.82
Prepaid expenses	5.11	1.04
Balances with statutory/government authorities	931.12	2,891.45
<b>Total</b>	<b>7,419.06</b>	<b>8,440.53</b>



Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

Note: 8 Inventories (As taken valued and certified by management)	As at 31st March, 2023	As at 31st March, 2022
	₹ in Lacs	₹ in Lacs
Raw materials and components	31,013.51	26,713.48
Work -in-progress(including intermediate goods)	562.61	526.83
Finished goods	23,225.54	30,363.87
Stores and spares	2,384.37	2,092.33
<b>Total</b>	<b>57,186.03</b>	<b>56,992.21</b>

Note: 9 Trade Receivables	As at 31st March, 2023	As at 31st March, 2022
	₹ in Lacs	₹ in Lacs
<b>(a) Unsecured, considered good</b>		
i) Related Party	-	-
ii) Others	6,148.74	3,554.39
<b>(b) Secured, considered good</b>		
i) Related Party	-	-
ii) Others	-	-
<b>(c) Trade Receivables which have significant increase in credit risk</b>	-	-
<b>(d) Credit impaired</b>	82.49	32.44
Less : Allowance for doubtful debts (expected credit loss allowance)	(82.49)	(32.44)
<b>Total</b>	<b>6,148.74</b>	<b>3,554.39</b>

Trade Receivables Ageing Schedule

(₹ in Lacs)

As at 31st March, 2023

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	4,418.59	604.54	985.76	110.21	112.13	6,231.23
Undisputed Trade Receivables -which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	49.29	16.38	16.82	82.49
Disputed Trade Receivables-considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>4,418.59</b>	<b>604.54</b>	<b>936.48</b>	<b>93.83</b>	<b>95.31</b>	<b>6,148.74</b>

As at 31st March, 2022

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	2,672.52	501.57	283.27	82.27	14.76	3,554.39
Undisputed Trade Receivables -which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	14.91	14.52	3.01	32.44
Disputed Trade Receivables-considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables -credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>2,672.52</b>	<b>501.57</b>	<b>298.18</b>	<b>96.79</b>	<b>17.78</b>	<b>3,586.83</b>

Note: 10 Cash and Bank Balances	As at 31st March, 2023	As at 31st March, 2022
	₹ in Lacs	₹ in Lacs
<b>A.Cash &amp; Cash Equivalents</b>		
Balance with banks in current accounts	90.62	53.00
Cash in hand	18.80	9.46
Term deposits with original maturity of less than 3 months	-	-
<b>(A)</b>	<b>109.42</b>	<b>62.46</b>
<b>B.Other bank balances</b>		
<b>In term deposit accounts</b>		
with maturity more than 3 months but less than 12 months	-	2.42
<b>(B)</b>	<b>-</b>	<b>2.42</b>
<b>Total (A+B)</b>	<b>109.42</b>	<b>64.88</b>

Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

Note: 11 Equity Share Capital	31st March 2023 (₹ in Lacs )	31st March 2022 (₹ in Lacs )
<b>Authorised shares</b> 1,412.00 Lacs (P.Y. 1,412.00 Lacs ) Equity Shares of ₹ 10/- each	14,120.00	14,120.00
<b>Total</b>	<b>14,120.00</b>	<b>14,120.00</b>
<b>Issued, subscribed and fully paid-up shares</b> 1,411.11 Lacs (P.Y.: 1411.11 Lacs) Equity Shares of ₹ 10/- each, fully paid up	14,111.05	14,111.05
<b>Total Issued,Subscribed and Fully Paid-up Share Capital</b>	<b>14,111.05</b>	<b>14,111.05</b>

**A.Reconciliation of the shares outstanding at the beginning and at the end of the reporting period**

Equity shares	31st March 2023		31st March 2022	
	No. in Lacs	₹ in Lacs	No. in Lacs	₹ in Lacs
At the beginning of the year	1,411.11	14,111.05	1,411.11	14,111.05
Issued during the year	-	-	-	-
<b>Outstanding at the end of the year</b>	<b>1,411.11</b>	<b>14,111.05</b>	<b>1,411.11</b>	<b>14,111.05</b>

**B.Terms/rights attached to equity shares**

The company has only one class of equity shares having a par value of ₹ 10/- per share. On a show of hands, every member present in person or by proxy, is entitled to one vote and in case of poll, the voting rights of every member shall be in proportion to his shares of the paid-up equity share capital of the company.

The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

\* Pursuant to CDR package, the Company has allotted ₹ 190.35 Lacs equity shares on (30th September, 2015) of ₹10 each at a price of ₹ 20 per share (including a premium of ₹ 10 per share) on preferential basis to promoter group company as per SEBI (Issue of Capital and Disclosure Requirements) Regulations.

**C.Details of shareholders holding more than 5% shares in the company**

Equity shares of ₹ 10/- each fully paid	31st March, 2023	% holding of equity shares	31st March, 2022	% holding of equity shares
	Nos. in Lacs		Nos. in Lacs	
Astabhuja Properties Private Limited	165.60	11.74%	165.60	11.74%
Invesco Finance Private Limited	113.22	8.02%	113.22	8.02%
Nucore Exports Private Limited	108.21	7.67%	108.21	7.67%
Vasupujya Enterprises Private Limited	103.70	7.35%	103.70	7.35%
Whitestone Suppliers Private Limited	100.75	7.14%	100.75	7.14%
Shreyansh Leafin Private Limited	110.65	7.84%	110.65	7.84%
VNG Mercantiles Private Limited	90.09	6.38%	90.09	6.38%
Arthodock Vinimay Private Limited	88.75	6.29%	88.75	6.29%

**D.Details of Shareholding of Promoters**

Promoters Name	31st March 2023			31st March 2022		
	No. of Shares (in Lacs)	% of Total shares	% change during the year	No. of Shares (in Lacs)	% of Total shares	% change during the year
<b>Directors &amp; their relatives</b>						
Mr. Ankit Patni	20.60	0.15%	No Change	20.60	0.15%	No Change
Mr. Rohit Patni	20.45	0.14%	No Change	20.45	0.14%	No Change
Mr. Suresh Kumar Patni	5.05	0.04%	No Change	5.05	0.04%	No Change
Mrs. Sarita Patni	3.75	0.03%	No Change	3.75	0.03%	No Change
<b>Body Corporate</b>						
M/s. Invesco Finance Private Limited	113.22	0.80%	No Change	113.22	0.80%	No Change
M/s. Vasupujya Enterprises Pvt. Ltd.	103.70	0.73%	No Change	103.70	0.73%	No Change
M/s. Vng Mercantiles Pvt. Ltd.	90.09	0.64%	No Change	90.09	0.64%	No Change
M/s. Nucore Exports Pvt. Ltd.	108.21	0.77%	No Change	108.21	0.77%	No Change
M/s. Shreyansh Leafin Pvt. Ltd.	110.65	0.78%	No Change	110.65	0.78%	No Change
M/s. Whitestone Suppliers Private Limited	100.75	0.71%	No Change	100.75	0.71%	No Change
M/s. Arthodock Vinimay Private Limited	88.75	0.63%	No Change	88.75	0.63%	No Change
M/s. Poddar Mech Tech Services Pvt. Ltd	36.40	0.26%	No Change	36.40	0.26%	No Change
M/s. Suanvi Trading & Investment Company Pvt.Ltd	34.94	0.25%	No Change	34.94	0.25%	No Change
M/s. Astabhuja Properties Private Limited	165.60	1.17%	No Change	165.60	1.17%	No Change
<b>Total</b>	<b>1,002.15</b>	<b>7.10%</b>		<b>1,002.15</b>	<b>7.10%</b>	

Note: 12 Other Equity	Note No	31st March 2023 (₹ in Lacs )	31st March 2022 (₹ in Lacs )
Securities Premium Reserve	a	30,520.07	30,520.07
Retained Earnings	b	(133,017.59)	(123,142.86)
<b>Items of Other Comprehensive Income</b> Remeasurements of defined benefit plans		122.16	(6.33)
<b>Total</b>		<b>(102,375.36)</b>	<b>(92,629.12)</b>

Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

Note: 13 Borrowings	Current Maturities		Non-Current Portion	
	31st March, 2023	31st March, 2022	31st March, 2023	31st March, 2022
	₹ in Lacs	₹ in Lacs	₹ in Lacs	₹ in Lacs
<b>Term loans (Secured) (At Amortised Cost)</b>				
Project Term Loan	5,500.00	5,500.00	-	-
Working Capital Term Loan (WCTL)	4,197.00	4,197.00	-	-
Funded Interest Term Loan (FITL)	2,515.32	2,515.32	-	-
Financial Institutions (Refer Note No. 27)	66,064.69	60,601.61	-	5,463.08
(A)	78,277.01	72,813.93	-	5,463.08
<b>Loans and Advances from Related Parties (Unsecured) (At Amortised Cost)</b>				
From Directors & Promoters (Refer Note No. 36)	-	-	1,103.00	1,103.00
(B)	-	-	1,103.00	1,103.00
<b>TOTAL (A+B)</b>	<b>78,277.01</b>	<b>72,813.93</b>	<b>1,103.00</b>	<b>6,566.08</b>
The above amount includes				
Secured borrowings	78,277.01	72,813.93	-	5,463.08
Unsecured borrowings	-	-	1,103.00	1,103.00
Less: Amount disclosed under the head "Short-Term Borrowings" (Note No.14)	(78,277.01)	(72,813.93)	-	-
<b>Net amount</b>	<b>-</b>	<b>-</b>	<b>1,103.00</b>	<b>6,566.08</b>

Terms of Long Term Borrowings

(A) Terms of Repayment  
As at 31st March, 2023

Particulars	Outstanding * (₹ in Lacs)	Terms of Repayments		
		Qtly. Installments		Maturity Years
	As at 31st March, 2023	Nos.	Amount (₹ in Lacs)	
<b>Term Loans</b>				
<b>(i) From Banks</b>				
-Project Term Loan	5,500.00	32.00	171.88	8 Years (till 2023-2024)
-Funded Interest Term Loan (FITL)	2,515.32	20.00	125.77	5 Years (till 2020-2021)
-Working Capital Term Loan (WCTL)	4,197.00	32.00	131.16	8 Years (till 2023-2024)
<b>(ii) From Financial Institutions</b>				
- Project Term Loan [Asset Care & Reconstruction Enterprises Ltd. (ACRE) & Rare Asset Reconstruction Ltd. (RARE)]	35,099.09	32.00	1,096.85	8 Years till (2023-2024)
- Project Term Loan [Alchemist Asset Reconstruction Co. Ltd (AARC)]	483.43	17.00	28.44	4.25 Years (till 2022-2023)
- Funded Interest Term Loan (FITL)	12,581.18	20.00	629.06	5 Years (till 2020-2021)
- Working Capital Term Loan (WCTL)	17,900.99	32.00	559.41	8 Years (till 2023-2024)
<b>Total</b>	<b>78,277.01</b>		<b>2,742.55</b>	

As at 31 March, 2022

Particulars	Outstanding * (₹ in Lacs)	Terms of Repayments		
		Qtly. Installments		Maturity Years
	As at 31st March, 2022	Nos.	Amount (₹ in Lacs)	
<b>Term Loans</b>				
<b>From Banks</b>				
-Project Term Loan	5,500.00	32.00	171.88	8 Years (till 2023-2024)
-Funded Interest Term Loan (FITL)	2,515.32	20.00	125.77	5 Years (till 2020-2021)
-Working Capital Term Loan (WCTL)	4,197.00	32.00	131.16	8 Years (till 2023-2024)
<b>From Financial Institutions</b>				
- Project Term Loan [Asset Care & Reconstruction Enterprises Ltd. (ACRE) & Rare Asset Reconstruction Ltd. (RARE)]	35,099.09	32.00	1,096.85	8 Years till (2023-2024)
- Project Term Loan [Alchemist Asset Reconstruction Co. Ltd (AARC)]	483.43	17.00	28.44	4.25 Years (till 2022-2023)
- Funded Interest Term Loan (FITL)	12,581.18	20.00	629.06	5 Years (till 2020-2021)
- Working Capital Term Loan (WCTL)	17,900.99	32.00	559.41	8 Years (till 2023-2024)
<b>Total</b>	<b>78,277.01</b>		<b>2,742.55</b>	

\* Term Loan carry an average Interest Rate 11.00%

(B) Nature of Security

- (i) Project Term Loans, Working Capital Term Loans, Funded Interest Term Loans and Working Capital Loan are pooled together and secured as under:
- First pari-passu charge on fixed assets by way of equitable mortgage of the land & building / shed along with all movable and immovable plant & machinery and other fixed assets thereon at Chhatna Dist. Bankura.
  - First pari-passu charge on the entire Current Assets of the Company comprised of stock of raw materials, semi finished and finished goods and book debts, outstanding moneys, receivables, both present and future pertaining to the Company's manufacturing units/divisions at Chhatna Dist. Bankura
  - Collateral Security equitable mortgage on office space at 20A Thacker House 35, C. R. Avenue, Kolkata standing in the name of Sarita Patni & Corporate office of the group at SKP House, 132A, S.P. Mukherjee Road, Kolkata - 700 026 being 1st,2nd,3rd and 5th Floor standing in the name of Marble Arch Properties Pvt Ltd on pari passu basis.
  - Personal guarantee of Promoters / Director - Mr. Suresh Kumar Patni, Mr. Rohit Patni, Mr. Ankit Patni & Mrs. Sarita Patni.
  - Corporate guarantee of the group companies - Vasupujaya Enterprises Pvt Ltd, Poddar Mech-Tech Services Pvt Ltd, Suanvi Trading & Investment Co. Pvt Ltd, Sarita Steel & Power Limited, Marble Arch Properties Pvt Ltd & pledge of 811.80 Lacs shares of Company in the name of promoters & group associates.
- (ii) Unsecured Loans from Related Parties will be converted into equity shares in due course. The conversion price will be determined in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations.
- (C) Various credit facilities availed from UBI, IOB, SBI, IDBI and Allahabad Bank have been assigned by the respective banks in favour of Asset Reconstruction Companies under various assignment agreements between the respective banks and Asset Reconstruction Companies. In absence of information about the terms of assignments, the Company is carrying the various credit facilities as appearing in the books and as per the previous terms with the respective banks.  
On the basis of settlement agreement, the credit facilities availed from Andhra Bank (CC, WCTL, FITL) has been assigned to Alchemist Assets Reconstruction Company and it is appearing in the books of accounts as per the agreement.

- (D) Pursuant to restructuring of the Company's debts, the CDR Proposal as recommended by SBI was approved by CDR EG on 9th September, 2014 and communicated vide Letter of Approval dated 17th September, 2014, as amended/modified from time to time. Under CDR package, additional credit facilities have been sanctioned as set out in the said Letter of Approval. The CDR Package included reliefs/ measures such as reduction in interest rates, funding of interest, rearrangement of securities etc.

During the past years, performance of the Company has been adversely affected mainly because of external factors beyond management control, due to which the Company was not able to meet the repayment terms as per the CDR Package. The Working Capital of the Company has been substantially depleted due to servicing of interest and repayment to the Banks and Financial Institutions in earlier years. The same has also resulted in the ballooning of loan. As a result, the lenders of the Company have decided to exit the CDR scheme. Hence, the outstanding dues to Corporation Bank, Syndicate Bank and UCO Bank has been shown under "Current Maturities of Long Term Borrowings".

Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

(E) Period & amount of continuing default in payment of interest

Particulars	Nature	Principal	Interest (Net of Reversal)	Period of Default	
UCO Bank	FITL	888.72	109.60	October'15 to March'23	
Syndicate Bank		208.43	26.91	October'15 to March'23	
Corporation Bank		1,418.17	385.16	January'16 to March'23	
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)		11,875.79	719.65	October'15 to March'23	
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)		705.40	72.32	October'15 to March'23	
<b>TOTAL</b>		<b>15,096.50</b>	<b>1,313.64</b>		
UCO Bank	WCTL-1	2,018.00	174.48	February'16 to March'23	
Syndicate Bank		500.00	416.25	February'16 to March'23	
Corporation Bank		11.00	7.50	March'16 to March'23	
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)		7,831.00	748.61	December'15 to March'23	
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)		154.00	12.52	November'15 to March'23	
<b>TOTAL</b>		<b>10,514.00</b>	<b>1,359.36</b>		
UCO Bank	WCTL-2	820.00	71.42	February'16 to March'23	
Corporation Bank		848.00	574.08	March'16 to March'23	
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)		9,171.99	81.27	January'16 to March'23	
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)		744.00	60.47	December'15 to March'23	
<b>TOTAL</b>		<b>11,583.99</b>	<b>787.24</b>		
Corporation Bank		Term Loan	5,500.00	3,057.18	November'15 to March'23
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)	33,879.00		2,124.01	November'15 to March'23	
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)	2,042.00		166.04	December'15 to March'23	
Financial Institution - Alchemist Asset Reconstruction Company Ltd.	483.43		-	October'14 to March'23	
<b>TOTAL</b>	<b>41,904.43</b>		<b>5,347.23</b>		
<b>GRAND TOTAL</b>			<b>79,098.92</b>	<b>8,807.47</b>	

Note: In absence of settlement agreement with ARC (RARE and ACRE), the maturity period is continued to be shown as per earlier terms with respective banks and outstanding amount till March' 2023 is shown as default. The above disclosure is as per provisions made in the books. The unprovided liability in respect of interest on Long- Term and Short term Borrowings amounting to Rs. 95,913.89 Lacs as per Note No. 28 also continued to be in default.

Note: 14 Deferred Tax Liabilities/ (Assets)	As at 31st March, 2023	As at 31st March, 2022
	₹ in Lacs	₹ in Lacs
Deferred tax liabilities	15,207.13	6,773.36
Deferred tax assets	(53,843.90)	(33,911.88)
<b>Total</b>	<b>(38,636.77)</b>	<b>(27,138.52)</b>

2022-23			
Deferred Tax Liabilities/(Assets) in relation to:	Opening Balance	Recognised in Statement of Profit & Loss	Closing Balance
Provision for Doubtful Debts and Advances	(8.44)	(13.01)	(21.45)
Provision for Gratuity	(126.20)	2.37	(123.83)
Property, Plant & Equipment	6,773.36	8,433.78	15,207.13
Unabsorbed Depreciation	(14,305.67)	(1,151.83)	(15,457.50)
Unabsorbed Business Loss	(19,471.57)	(61,115.20)	(80,586.77)
<b>Total</b>	<b>(27,138.52)</b>	<b>(53,843.89)</b>	<b>(80,982.42)</b>

Net Deferred Tax Asset has not been recognised as a matter of Prudence, in accordance with the Ind AS-12 (Income Taxes) issued by The

2021-22			
Deferred Tax Liabilities/(Assets) in relation to:	Opening Balance	Recognised in Statement of Profit & Loss	Closing Balance
Provision for Doubtful Debts and Advances	(11.23)	2.79	(8.44)
Provision for Gratuity	(110.19)	(16.01)	(126.20)
Property, Plant & Equipment	6,723.82	49.54	6,773.36
Unabsorbed Depreciation	(14,305.67)	-	(14,305.67)
Unabsorbed Business Loss	(23,912.37)	4,440.81	(19,471.57)
<b>Total</b>	<b>(31,615.65)</b>	<b>4,477.12</b>	<b>(27,138.52)</b>

Note: 15 Provisions	31st March 2023	31st March 2022
	₹ in Lacs	₹ in Lacs
<b>A. Non Current Provisions</b>		
Provision for Employee Benefits	468.74	426.06
<b>Total</b>	<b>468.74</b>	<b>426.06</b>
<b>B. Current Provisions</b>		
Provision for Employee Benefits	7.54	59.33
<b>Total</b>	<b>7.54</b>	<b>59.33</b>

Note: 16 Short-Term Borrowings	Secured		Unsecured	
	31st March 2023	31st March 2022	31st March 2023	31st March 2022
	₹ in Lacs	₹ in Lacs	₹ in Lacs	₹ in Lacs
Current maturities of long-term borrowings (Note No.11)	78,277.01	72,813.93		
	<b>78,277.01</b>	<b>72,813.93</b>		
<b>Loan Repayable on Demand</b>				
Loan guarantee by promoters & directors				
Working Capital Loan from Banks (Secured)	7,953.37	7,953.37	-	-
Working Capital loan from Financial Institution :				
Secured (Refer Note No. 27)	23,157.14	26,632.91	-	-
Unsecured	-	-	-	-
	<b>109,387.52</b>	<b>107,400.21</b>		
<b>The above amount includes</b>				
Secured borrowings	109,387.52	107,400.21	-	-
Unsecured borrowings	-	-	-	-

- a) The rate of interest on the working capital loans from banks is 11% linked to the base rate of State Bank of India.
- b) For details of security given for short-term borrowings, Refer Note No. 13

Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

(c) Period & amount of continuing default in payment of interest

Particulars	Nature	Principal	Interest (Net of Reversals)	Period of Default
Corporation Bank	Cash Credit	1,290.59	0.01	December'15 to March'23
Syndicate Bank		2,276.63	0.02	November'15 to March'23
UCO Bank		4,129.27	0.04	September'15 to March'23
Financial Institution - Rare Asset Reconstruction Ltd. (RARE)		1,461.80	0.01	October'15 to March'23
Financial Institution - Asset Care & Reconstruction Enterprises Ltd. (ACRE)		24,046.11	-	September'15 to March'23
<b>TOTAL</b>			<b>33,204.40</b>	<b>0.09</b>

Note: 17 Trade Payables	31st March 2023	31st March 2022
	₹ in Lacs	₹ in Lacs
Trade payables (including acceptances)		
(i) Total Outstanding dues of micro enterprises and small enterprises (Note No. 45)	80.04	73.47
(ii) Total Outstanding due to creditors other than micro enterprises and small enterprises	58,932.51	60,052.89
<b>Total</b>	<b>59,012.55</b>	<b>60,126.36</b>

Trade Payables ageing Schedule

As at 31.03.2023

Particulars	Outstanding for following period from due date of payment				Total
	Less than 1 year	1-2 year	2-3 year	More than 3 years	
MSME	-	-	-	-	-
Others	32,195.30	17,609.62	896.48	8,231.10	58,932.51
Disputed dues - MSME	6.57	9.92	7.32	56.24	80.04
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>32,201.86</b>	<b>17,619.54</b>	<b>903.81</b>	<b>8,287.34</b>	<b>59,012.55</b>

As at 31.03.2022

Particulars	Outstanding for following period from due date of payment				Total
	Less than 1 year	1-2 year	2-3 year	More than 3 years	
MSME	-	-	-	-	-
Others	39,695.74	1,096.18	1,452.31	17,539.01	59,783.25
Disputed dues - MSME	-	-	-	15.92	15.92
Disputed dues - Others	-	-	159.46	167.74	327.20
<b>Total</b>	<b>39,695.74</b>	<b>1,096.18</b>	<b>1,611.77</b>	<b>17,722.68</b>	<b>60,126.37</b>

Note: 18 Other Financial Liabilities (Current)	31st March 2023	31st March 2022
	₹ in Lacs	₹ in Lacs
Interest accrued and due on borrowings	17,464.73	16,038.96
Liability against Capital Purchase	43.36	84.49
Liability against Expenses	2,711.17	1,759.05
<b>Total</b>	<b>20,219.26</b>	<b>17,882.51</b>

- a) Sundry creditors includes ₹ 15.92 Lacs (P.Y ₹ 15.92 Lacs) due to Micro, Small & Medium Enterprises to the extent such parties have been identified from the available documents/ information.  
b) The trade payables includes ₹ 15.38 Lacs (P.Y. ₹ 15.38 Lacs) due to related parties Refer Note No. 34

Note: 19 Other Current Liabilities	31st March 2023	31st March 2022
	₹ in Lacs	₹ in Lacs
Advance from Parties	16,671.65	7,238.94
Liability against Statutory Dues	899.21	754.72
<b>TOTAL</b>	<b>17,570.86</b>	<b>7,993.66</b>

Note: 20 Revenue from operations	31st March 2023 (₹ in Lacs)	31st March 2022 (₹ in Lacs)
<b>Revenue from operations</b>		
Sale of products	74,033.12	63,773.32
Sale of Services	1,717.20	3,841.12
Other operating revenue		
- Scrap sales and By products	1,643.89	1,297.76
- Liability No Longer Required (Net of Sundry balances written off)	8,004.96	6,759.93
<b>Revenue from operations</b>	<b>85,399.17</b>	<b>75,672.12</b>

Note: 21 Other Income	31st March 2023 (₹ in Lacs)	31st March 2022 (₹ in Lacs)
Insurance claim	-	72.21
<b>Interest income on</b>		
Interest on Fixed Deposits	2.43	0.43
Interest on Security Deposits	6.25	4.05
<b>Total</b>	<b>8.68</b>	<b>76.69</b>

Note: 22 Cost of raw material and components consumed	31st March 2023 (₹ in Lacs)	31st March 2022 (₹ in Lacs)
Inventory at the beginning of the year	26,713.48	21,886.95
Add : Purchases (including expenses)	57,301.06	50,814.06
Less : Inventory at the end of the year	31,013.51	26,713.48
<b>Cost of raw material and components consumed</b>	<b>53,001.03</b>	<b>45,987.52</b>

Note: 23 Changes in inventories	31st March 2023 (₹ in Lacs)	31st March 2022 (₹ in Lacs)
<b>Inventories at the end of the year</b>		
<b>Work-in-progress</b>		
Sponge Iron	50.67	37.13
M.S. Billets	452.73	452.73
Pellet	21.07	21.61
TMT	8.52	7.25
Silico Manganese	0.58	0.39
Pig Iron	1.60	1.61
Power division	27.43	6.11
<b>Finished goods</b>		
Sponge Iron	722.71	424.02
M.S. Billets	5,369.05	4,484.37
Steel Items	15,757.00	17,245.03
Pellet	314.15	7,276.94
Ferro Alloys	414.97	285.74
Pig Iron	22.21	27.76
Trading Stock	625.46	620.00
<b>(A)</b>	<b>23,788.15</b>	<b>30,890.70</b>
<b>Inventories at the beginning of the year</b>		
<b>Work-in-progress</b>		
Sponge Iron	37.13	38.11
M.S. Billets	452.73	676.38
Pellet	21.61	22.51
TMT	7.26	7.28
Silico Manganese	0.39	0.60
Pig Iron	1.61	1.23
Power division	6.11	2.87
<b>Finished goods</b>		
Sponge Iron	424.02	2,143.61
M.S. Billets	4,484.37	3,257.26
Steel Items	17,245.03	20,281.70
Pellet	7,276.94	6,951.59
Ferro Alloys	285.74	0.37
Pig Iron	27.76	149.57
Trading Stock	620.00	-
<b>(B)</b>	<b>30,890.70</b>	<b>33,533.07</b>
<b>(Increase)/Decrease in Inventories [B-A]</b>	<b>7,102.55</b>	<b>2,642.37</b>

Note: 24 Employee benefit expense	31st March 2023 (₹ in Lacs)	31st March 2022 (₹ in Lacs)
Salaries, wages and bonus	1,138.76	1,045.75
Contribution to provident and other fund	119.91	124.69
<b>Total</b>	<b>1,258.67</b>	<b>1,170.44</b>

Note: 25 Finance costs	31st March 2023 (₹ in Lacs)	31st March 2022 (₹ in Lacs)
<b>Interest Expenses</b>		
To Banks	-	470.36
To Others	7.55	6.57
<b>Total</b>	<b>7.55</b>	<b>476.93</b>

Note: 26 Depreciation and Amortization expense	31st March 2023 (₹ in Lacs)	31st March 2022 (₹ in Lacs)
Depreciation of Tangible assets	3,520.69	4,231.87
Amortisation of Intangible assets	7.70	7.70
<b>Total</b>	<b>3,528.39</b>	<b>4,239.58</b>

Note: 27 Other Expenses	31st March 2023 (₹ in Lacs)	31st March 2022 (₹ in Lacs)
Consumption of stores and spares	9,455.93	7,714.17
Manufacturing Expenses	563.36	1,219.40
Power and fuel	8,478.33	9,321.17
Rent	1.35	-
Repairs and maintenance		
Plant and machinery	62.46	266.36
Others	8.04	4.90
Insurance	0.09	0.85
Rates and taxes	51.36	38.50
Machinery & Equipment Hire Charges	-	42
Security Charges	6.40	16.36
Vehicle Running Expense	0.04	-
Advertising and Sales Promotion	29.64	41.43
Commission & Brokrage	5.06	2
Printing & Stationery	0.30	0.25
Telephone Charges	1.21	-
Donation & Subscriprion	-	7.00
Travelling & Conveyance	16.56	3.88
Selling & Other Charges	29.45	6.30
Legal and professional fees	81.72	17.57
Auditor Fees (Refer Details 'a' below)	6.95	6.08
Exchange differences(net)	73.55	21.57
Miscellaneous expenses	13.07	15.28
Car Hire Charges	0.27	-
Loss On Sale Of Fixed Assets	-	-
Expected Credit Loss	188.79	(10.73)
Bank Charges	3.75	2.64
<b>Total</b>	<b>19,077.68</b>	<b>18,736.92</b>

(a) Auditor Fees (includes)	31st March 2023 (₹ in Lacs)	31st March 2022 (₹ in Lacs)
<b>As Statutory Auditor :</b>		
Audit fee (Including Tax Audit Fees)	6.00	6.00
Limited review	0.75	0.75
<b>In other capacity</b>		
For Other Certification and other services	0.04	0.10
<b>Total</b>	<b>6.79</b>	<b>6.85</b>

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### ADDITIONAL NOTES

**Note: 28** The lenders have stopped charging interest on debts, since the dues from the Company have been categorised as Non-Performing Assets. In view of the above, pending finalization of the restructuring plan, the Company has not provided accrued interest in its books during the year and reversed interest provided in earlier period pertaining to the period the account was declared NPA by the respective lenders. Interest amounting to ₹ 15,563.02 Lakhs (penal interest and charges thereof remains unascertained) for the year ended 31st March, 2023 has not been provided for. The unprovided accumulated liability in respect of interest on Long term and Short term borrowings as on 31st March, 2023 amounted to ₹ 95,913.89 Lakhs. The same have consequential impact on the reported figures.

In respect of credit facility availed from Andhra Bank assigned to Alchemist Asset Reconstruction Company Ltd (AARC), the company has defaulted in making repayment of loan as per the Restructuring Package. The company has written back ₹ 1,572.99 Lacs in earlier years on account of Restructuring Package. As per the terms of the agreement, the restructuring package stands revoked without any notice if payment not made till 12th December, 2022. However, the company is in active discussion with the respective party regarding revival of the Restructuring Package. Accordingly, the company has not recognised liability in respect of principal amounting to ₹ 991.85 Lacs and in respect of Interest accrued till 31st March, 2023 amounting to ₹ 1389.35 Lacs. ( including ₹ 43.37 lacs for the quarter ended 31st March, 2023). During the year UCO bank and Asset Care Reconstruction Company has filed application to National Company Law Tribunal (NCLT), Kolkata Bench under Section 7 of IBC Act, 2016. The company is in active negotiations with them to withdraw the applications and arrive at a mutual settlement.

Since the aforesaid known accounts had been declared Non-Performing Assets, the statement of stock and book debts are not submitted to banks or financial institution.

**Note: 29** The Company has incurred loss of ₹ 9,746.24 Lakhs for the year ended 31st March, 2023 and accumulated loss as on 31st March, 2023 is ₹ 1,32,863.84 Lakhs which is in excess of the entire net worth of the Company. With the substantial improvement in raw material availability, improvement in market scenario with notification of Minimum Import Price on steel, it is expected that the overall financial health would improve considerably. Considering the above developments and favorable impact thereof on the Company's operations and financials, the Company has prepared the financial results on the basis of 'Going Concern' assumption.

**Note: 30** Contingent Liabilities not provided for in the Books of Accounts :

- Right to Recompense to CDR Lenders for the relief and sacrifice extended, subject to provisions of CDR Guidelines, amounting to ₹ 48,176.00 Lakhs (P.Y ₹ 48,176.00 Lakhs).
- Relating to earlier assessment years a demand of ₹ 26,594.57 Lakhs (P.Y ₹ 62,672.38 Lakhs) was raised by the Income Tax Department against which the Company has filed appeals.
- Relating to earlier financial years a demand of ₹ 3,676.78 Lakhs (P.Y ₹ 3,676.78 Lakhs) were raised by the CESTAT department against which appeals has been filed by the Company.
- Relating to earlier financial years a demand of ₹ 8,207.82 Lakhs (P.Y ₹ 8,207.82 Lakhs) respectively were raised by the Sales Tax Department against which appeals has been filed by the Company.
- Claims against the Company not acknowledged as debts ₹ 2,559.86 Lakhs (P.Y ₹ 2,688.83 Lakhs).
- The Ministry of Railway issued a Show Cause Notice in respect of Evasion of Freight on loading of Iron-ore at a concessional rate & the penalty on such thereof amounting to ₹ 4,162.19 Lakhs (P.Y ₹ 4,162.19 Lakhs). The Company has filed a writ petition in the High Court in the year 2013 for issuing an unjustified notice.

**Note: 31** In the opinion of the management, current and non current asset have a value of realisation in the ordinary course of business at least equal to the amount at which they are stated in the accounts.

**Note: 32** Certain balances of "Trade Receivables", "Trade Payables", "Borrowings", "Advances from Customers", "Advances Recoverable In Cash or Kind" and "Advance to Suppliers and Other Parties" includes balances remaining outstanding for a substantial period. The balances are subject to confirmations and reconciliations. The Balance with revenue authorities are subject to final assessment order and/or submission of returns. The reported financials might have consequential impact once the confirmations are received and reconciliation if any is made. Pending such confirmations and reconciliations, the management has made a provision/(reversal) for doubtful debts for ₹188.79 Lakhs (P.Y. ₹ 10.73) Lacs on trade receivables/ advances recoverable in cash or kind as per the expected credit loss policy.

**Note: 33** As per consistent practice, the Company has charged off the expenses incurred for captive power generation in the natural heads of account.

**Note: 34** Disclosure pursuant to Ind AS- 19 " Employee Benefits" :

**a. Defined Benefits - Gratuity**

The Company's gratuity benefit scheme for its employees in India is a defined benefit plan (funded).

The Company provides for gratuity from employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of completed service.

The present value of obligation is determined based on the actuarial valuation using the Projected Unit Credit Method as on 31st March, 2023 which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The Company's gratuity expense is recognized under the head - "Employee Benefit Expense" in Note No. 24.

These defined benefit plans expose the Company to actuarial risks, such as interest rate risk, liquidity risk, salary escalation risk and regulatory risk.

**b. Defined Benefit Plan:**

(₹ in Lacs)

Particulars	31st March, 2023	31st March, 2022
<b>Reconciliation of the Present Value of the Defined Benefit Obligation and the Fair Value of Plan Assets:</b>		
Present Value of funded obligation at the end of the year	489.82	507.77
Fair Value of Plan Assets at the end of the year	13.54	22.38
<b>Net Asset/( Liability) recognised in the Balance Sheet</b>	<b>(476.28)</b>	<b>(485.39)</b>

**i. Reconciliation of Opening and Closing balances of the Present Value of the Defined Benefit Obligation :**

Particulars	Gratuity	
	31st March, 2023	31st March, 2022
a. Present Value of Defined Benefit Obligation at the beginning of the year	507.77	444.76
b. Interest Cost	37.04	30.45
c. Current Service Cost	83.97	95.68
d. Actuarial Losses/(Gains)	(129.67)	(63.12)
e. Benefits Paid	(9.29)	-
f. Past Service Cost	-	-
g. Present Value of Defined Benefit Obligation at the close of the year	<b>489.82</b>	<b>507.77</b>

**ii. Changes in the Fair Value of Plan Assets and reconciliation thereof:**

Particulars	31st March, 2023	31st March, 2022
a. Fair Value of Plan Assets at the beginning of the year	22.38	20.95
b. Add : Expected Return on Plan Assets	1.63	1.43
c. Add/(Less) : Actuarial Losses/(Gains)	-	-
d. Add : Contributions	-	-
e. Adjustment to the Fair Value of assets at the beginning.	-	-
f. Less: Benefits Paid	(9.29)	-
g. Less: Return on plan assets, excluding amount recognised in net interest expense	(1.19)	-
h. Fair Value of Plan Assets at the close of the year	<b>13.54</b>	<b>22.38</b>

**iii. Amount Recognised in the Balance Sheet including a reconciliation of the present value of the defined obligation in (i) and the fair value of the plan assets in (ii) to assets and liabilities recognised in the Balance Sheet :**

Particulars	31st March, 2023	31st March, 2022
a. Present Value of Defined Benefit Obligation	489.82	507.77
b. Less: Fair Value of Plan Assets	13.54	22.38
c. Present Value of funded obligation	476.28	485.39
d. Net (Liability)/Assets recognised in the Balance Sheet	<b>(476.28)</b>	<b>(485.39)</b>



Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

iv. Amount recognised in the Profit and Loss Account are as follows :

Particulars	31st March, 2023	31st March, 2022
a. Current Service Cost	83.97	95.68
b. Past Service Cost	-	-
c. Interest Cost	37.04	30.45
d. Expected return on Plan Assets	(1.63)	(1.43)
e. Recognised in the Profit and Loss Account	<b>119.38</b>	<b>124.70</b>

v. Remeasurements recognised in other comprehensive income

Particulars	31st March, 2023	31st March, 2022
a. Actuarial loss/(gain) arising on defined benefit obligation from		
- change in demographic assumptions	-	-
- financial assumptions	(12.80)	(37.49)
- experience adjustment	(116.87)	(25.63)
Actual return on plan asset less interest on plan asset	-	-
<b>Amount recognised in Other Comprehensive Income</b>	<b>(129.67)</b>	<b>(63.12)</b>

vi. Maturity profile of defined benefit obligation

Particulars	31st March, 2023	31st March, 2022
Within the next 12 months	21.08	81.71
Between 2 to 5 years	58.46	51.13
Between 6 to 10 years	87.67	79.08
More than 10 years	2,116.36	1,976.97

vii. Broad Categories of Plan Assets as a percentage of Total Assets as at 31st March, 2022:

Particulars	31st March, 2023	31st March, 2022
Qualifying Insurance Policy	100%	100%

viii. Actuarial Assumptions as at the Balance Sheet date :

Particulars	31st March, 2023	31st March, 2022
a. Discount Rate	7.45%	7.30%
b. Salary Escalation Rate	6.50%	6.50%
c. Mortality Rate (% of IALM 2012-14)	100%	100%

ix. Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

Particulars	31st March, 2023	31st March, 2022
Defined benefit obligation on discount rate plus 100 basis points	414.80	437.39
Defined benefit obligation on salary growth rate plus 100 basis points	583.89	596.59
Attrition Rate (+50%)	497.76	514.39
Mortality Rate (+10%)	490.09	507.98
Defined benefit obligation on discount rate minus 100 basis points	583.94	596.78
Defined benefit obligation on salary growth rate minus 100 basis points	413.56	436.32
Attrition Rate (-50%)	480.73	500.14
Mortality Rate (-10%)	489.56	507.56

35 Segment Reporting

The Company's business activity primarily falls within a single business segment i.e. Iron & Steel business. However, the Company also generate power from its Captive Power Plant, which is entirely consumed in Iron & Steel manufacturing unit without any sale to third party. The details of such unit generated are shown below. Hence, there are no additional disclosure to be made under Ind AS - 108.

Particulars	31st March, 2023	31st March, 2022
Unit Generated (KWH)	498.22	883.86

36 Related Parties Disclosure as per Ind AS - 24

A. 1 Related Parties where control exists:

Nil

2 a Key Managerial Personnel

Name of the Key Managerial Personnel	Designation
Mr. Subham Bhagat	Chairman cum Managing Director
Mrs. Sujata Agarwal	Independent Woman Director
Mr. Aritro Roy	Independent Director
Mr. Sharat Malik	Independent Director
Mr. Debasish Mukherjee	Independent Director
Mr. Satish Kumar Singh	Non Executive Director
Mr. Vipul Jain (w.e.f 30th May, 2022)	Chief Financial Officer
Mr. Vishal Shah	Company Secretary

b Enterprises in which Director is interested 1. M/s. Impex Ferro Tech Ltd.

c Enterprises owned or significantly influenced by the Key Managerial Personnel or their relatives 1. M/s. Impex Ferro Tech Ltd.

B. Transaction with related parties during the year :

(₹ in Lacs)

Nature of Transactions	31st March, 2023	31st March, 2022
<b>Purchases</b>		
Impex Ferro Tech Ltd.	955.47	467.93
	<b>955.47</b>	<b>467.93</b>
<b>Sales</b>		
Impex Ferro Tech Ltd.	3,092.42	2,818.24
	<b>3,092.42</b>	<b>2,818.24</b>
<b>Managerial Remuneration</b>		
Subham Bhagat	3.00	3.00
	<b>3.00</b>	<b>3.00</b>

C. Outstanding Balances

Nature of Transactions	31st March, 2023	31st March, 2022
<b>Trade Receivable</b>		
Impex Ferro Tech Ltd.	-	-
	<b>-</b>	<b>-</b>
<b>Trade Payables</b>		
Impex Ferro Tech Ltd.	501.33	898.37
	<b>501.33</b>	<b>898.37</b>
<b>Remuneration</b>		
Subham Bhagat	6.14	3.14
	<b>6.14</b>	<b>3.14</b>

Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

(₹ in Lacs)

Note: 37 Earnings Per Equity Share		31st March, 2023	31st March, 2022
a) Profit/(Loss) after Tax	₹ in Lacs	(9,874.73)	(5,162.31)
b) Number of Equity Shares:			
Total number of Equity shares in calculating Basic EPS	No. in Lacs	1,411.11	1,411.11
Total number of Equity shares in calculating Diluted EPS	No. in Lacs	1,411.11	1,411.11
c) Basic Earning Per Share (Face value ₹ 10/-)	₹	(7.00)	(3.66)
Diluted Earning Per Share (Face value ₹ 10/-)	₹	(7.00)	(3.66)

Note: 38 Particulars on remittances of Dividend in foreign currency:

i	Number of Non Resident Shareholders	NIL
ii	Number of Equity Shares Held by them	NIL
iii	Amount of remittance on account of dividend	NIL

Note: 39 Disclosure pertaining to micro, small and medium enterprises (as per information available with the Company):

Particulars	31st March, 2023	31st March, 2022
(i) The principle amount remaining unpaid to any supplier as at the end of each accounting year;	15.92	15.92
(ii) The interest due thereon remaining unpaid to any supplier at the end of each accounting year;	-	-
(iii) The amount of interest paid by the buyer under MSMED Act, 2006.	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
(v) The amount of interest accrued and remaining unpaid at the end of accounting year; and	64.12	57.55
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23.	-	-

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### Note: 40 Other Regulatory Information

The Company does not have any benami property. Further there are no proceedings initiated or are pending against the Company for holding any benami property under Prohibition of Benami Property Transaction Act, 1988 and rules made there under.

(i) The Company does not have any charge or satisfaction which is yet to be registered with ROC beyond the statutory period .  
During the year under review, the Company did not enter into any transactions with Companies struck off under section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

(ii) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

(iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(s) including foreign entities (intermediaries) with the understanding that the intermediaries shall:

I. Directly or indirectly lend or invest in other persons or entities in any manner whatsoever by or on behalf of the Company (Ultimate beneficiaries); or

II. Provided any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(iv) The Company has not received any funds from any other person(s) or entity(s), including foreign entities (funding parties) with the understanding (whether recorded in writing or otherwise) that the Company will:

I. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate beneficiaries); or

II. Provided any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(v) The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(vi) The Company has not been declared as a wilful defaulter by any Bank or Financial Institution or other lender.

(vii) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

(viii) The Company has not filed any scheme of arrangements in terms of section 230 to 237 of the Company's Act, 2013 with any Competent Authority.

(ix) The Company has done an assessment to identify Core Investment Companies (CICs) in the group as per the relevant guidelines issued by Reserve bank of India read with Core Investment Companies (Reserve Bank) Directions, 2016. Based on the same, no company has been identified as a CIC in the group.

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### Note: 41 Ratio Analysis:

Ratios	Numerator	Denominator	31st March, 2023	31st March, 2022	Change (%)	Reason for change
Current ratio	Current Assets	Current Liabilities	0.35	0.38	-7.26%	NA
Debt-equity ratio	Total Debt	Shareholder's Equity	-1.45	-1.77	-18.13%	NA
Debt service coverage ratio	Earning Before Interest, Tax, Depreciation & Amortisation	Short term Borrowings+ Long term Borrowings+ Interest Accrued	-0.05	-0.00	1344.66%	Due to increase in losses
Return on equity ratio	Net Profit after Tax	Average shareholder's Equity	0.08	0.07	13.95%	NA
Inventory turnover ratio	Net Sales	Average Inventory	1.33	1.12	18.86%	NA
Trade receivables turnover ratio	Net Credit Sales	Average Accounts Receivable	13.72	15.86	-13.52%	NA
Trade payables turnover ratio	Net Credit Purchase	Average Accounts Payable	1.15	1.09	5.52%	NA
Net capital turnover ratio	Net Sales	Working Capital	-0.58	-0.57	0.96%	NA
Net profit ratio	Net Profit	Net Sales	-12.76%	-7.49%	70.32%	Due to increase in losses
Return on capital employed	Earning Before Interest & Tax	Capital Employed	-44.39%	-13.22%	235.87%	Due to increase in losses
Return on investment	Time Weighted Value of Return on Investment	Time Weighted Value of Investment	-	-	0.00%	NA

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### Note: 42 Fair value measurements

Fair value measurements hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method. The different levels have also been defined below:

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

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Carrying Amount	Level of inputs used in Level 2	Carrying Amount	Level of inputs used in Level 2
<b>Financial Assets</b>				
<b>Measured at Amortised Cost</b>				
(a) Cash and Bank Balances	109.42	-	64.88	-
(b) Investments	-	-	4.94	-
(c) Trade Receivables	6,148.74	-	3,554.39	-
(d) Other Financial Assets	829.14	-	771.49	-
<b>Measured at Fair Value through profit or loss (FVTPL)</b>				
Investment	7.25	7.25	7.25	7.25
<b>Financial Liabilities</b>				
<b>Measured at Amortised Cost</b>				
(a) Borrowings	110,490.52	-	113,966.29	-
(b) Trade Payables	59,012.55	-	60,126.36	-
(c) Other Financial Liabilities	20,219.26	-	16,811.54	-

(₹ in Lacs)

### Notes:

- (a) Current Financial Assets and Liabilities are stated at amortized cost which is approximately equal to their fair value.  
 (b) Non-Current Financial Assets and Liabilities measured at amortised cost have same fair value as at 31st March, 2023 and 31st March, 2022.

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### Note: 43 Financial Risk Management Objective And Policies

The Company's principal financial liabilities comprise loans and borrowings, trade payables and other payables in domestic currency. These financial liabilities are incurred mainly to finance the Company's operations. The Company's principal financial assets include investments, loans, trade and other receivables and cash and other bank balances that derive directly from its operations.

The Company has exposure to the following risks from financial instruments presently in use:

- Credit Risk
- Liquidity Risk
- Market Rate Risk

The Board of Directors has overall responsibility for the Company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed by the management regularly to reflect changes in the working conditions.

#### Credit Risk Management

Credit Risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans. In addition, credit risk arises from finance guarantees. Company's credit risk arises principally from the trade receivables and cash & cash equivalents.

Customer credit risk is managed centrally by the Company through credit approvals establishing credit limits and continuously monitoring the credit worthiness of the customers to whom the credit is extended in the normal course of business. The concentration of credit risk is limited due to the fact that the customer base is large and unrelated. The Company estimates the Expected Credit Losses on the basis of its evaluation of each case. Provision is being made as per the Company's expected credit loss policy in the manner mentioned below:

Overdue for more than 1 year but not more than 2 years:	5%
Overdue for more than 2 years but not more than 4 years:	15%
Overdue for more than 4 years:	50%

followed by further provision on year to year basis based on the management evaluation of each case.

Credit risks from balances with banks are managed in accordance with the Company's policy.

#### 1) Credit Risk Exposure

The carrying amount of financial assets represents the Company's maximum exposure to credit risk. The maximum exposure to credit risk as of 31st March, 2023 and 31st March, 2022 are as follows:

Particulars	₹ in Lacs	
	31st March, 2023	31st March, 2022
Cash and Cash Equivalents	109.42	62.46
Other Bank balances	-	2.42
Loans and other receivables	836.39	783.68
Trade accounts and notes receivable (Net)	6,148.74	3,554.39
<b>Total</b>	<b>7,094.55</b>	<b>4,402.95</b>

#### 2) Impairment losses on financial assets

Impairment losses on financial assets for the years ended 31st March, 2023 and 31st March, 2022 were as follows:

Particulars	31st March, 2023	31st March, 2022
Trade and other receivables (measured under life time expected credit loss model)		
<b>Opening Balance</b>	32.44	43.17
Provided during the year (net of reversals)		
(i) trade receivables	82.49	(10.73)
(ii) other receivables	106.30	-
<b>Closing Balance</b>	<b>221.23</b>	<b>32.44</b>

No significant changes in estimation techniques or assumptions were made during the reporting period

#### Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity, subject to its restructuring proposals, to meet its liabilities when due, under both normal and stressed conditions. In the opinion of the Management, the Company's cash flow from business, borrowing or financing would be sufficient to meet the cash requirements for its operations with support of its lenders. The Company has committed borrowing facilities with various banks.

#### Maturities of Financial Liabilities

Particulars	₹ in Lacs			
	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Carrying amount
<b>31st March, 2023</b>				
Trade Payables	59,012.55	-	-	59,012.55
Other Financial Liabilities	20,219.26	-	-	20,219.26
Borrowings	109,387.52	1,103.00	-	110,490.52
<b>31st March, 2022</b>				
Trade Payables	60,126.36	-	-	60,126.36
Other Financial Liabilities	16,811.54	-	-	16,811.54
Borrowings	107,400.21	6,566.08	-	113,966.29

#### Market Risk

Market Risk is the risk of loss of future earnings/future cash flows that may result from a change in the price of a financial instrument. The price of a financial instrument may fluctuate because of changes in market prices, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. The goal of market risk management is optimization of profit and controlling the exposure to market risk within acceptable limits.

##### i) Interest Rate Risk

Interest Rate Risk is the risk that the fair value or future cash flows of a financial instruments will fluctuate because of changes in market interest rates.

##### a) Interest Rate Risk Exposure

The carrying amount of interest-bearing financial instruments as of 31st March, 2023 and 31st March, 2022 are as follows:

Particulars	31st March, 2023	31st March, 2022
Variable rate financial liabilities	109,387.52	112,863.29
Variable rate financial assets	-	-

## Notes to and forming part of the Financial Statement for the year ended 31st March, 2023

### b) Sensitivity analysis on the fair value of financial instruments with fixed interest rate

Fixed Rate instruments, if any, are carried at cost are not subject to interest rate risk for the purpose of sensitivity analysis.

### c) Sensitivity analysis on the cash flows of financial instruments with variable interest rate

As of 31st March, 2023 and 31st March, 2022, provided that other factors remain the same and the interest rate of borrowings with floating rates increases or decreases by 1%, the changes in interest expense for the years ended 31st March, 2023 and 31st March, 2022 were as follows:

Particulars	Impact on Profit before Tax		Impact on Other Components of Equity	
	31st March, 2023	31st March, 2022	31st March, 2023	31st March, 2022
Interest rates - increase by 100 basis points [Refer (a) below]	(1,093.88)	(1,128.63)	(809.47)	(835.19)
Interest rates - decrease by 100 basis points [Refer (a) below]	1,093.88	1,128.63	809.47	835.19

(a) The Company has stopped providing interest accrued and unpaid effective 1st April, 2016 in its books, refer Note No. 26.

However, in case wherever interest is charged, which is not material, the effect of 1% change in interest rate would be ₹ 959.14 Lacs.

### ii) Currency Risk

Foreign Currency Risk impact relates to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the import of raw materials and spare parts.

a) The Company has exposure to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of the changes in foreign exchange rates. The exposure to currency risk as of 31st March, 2023 and 31st March, 2022 are as follows:

Particulars	31st March, 2023	31st March, 2022
Trade Payables	963.57	1,011.10

b) As of 31st March, 2023 and 31st March, 2022, provided that functional currency against foreign currencies other than functional currency hypothetically strengthens or weakens by 10%, the changes in gain or loss are shown below:

Particulars	Impact on profit before tax		Impact on other components of equity	
	31st March, 2023	31st March, 2022	31st March, 2023	31st March, 2022
USD				
10% increase	(96.36)	(101.11)	(71.30)	(74.82)
10% decrease	96.36	101.11	71.30	74.82

(₹ in Lacs)

### Note: 44 Capital Management

The fundamental goals of capital management are to:

- safeguard their ability to continue as a going concern, subject to Note No. 29 so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The Board of Directors has the primary responsibility to maintain a strong capital base and reduce the cost of capital through prudent management of deployed funds and leveraging opportunities in domestic and international financial markets so as to maintain investor, creditor and market confidence and to sustain future development of the business.

For the purpose of Company's capital management, capital includes issued capital and all other equity reserves. The Company manages its capital structure in light of changes in the economic and regulatory environment and the requirements of the financial covenants. The Company applied the same capital risk management strategy that was applied in the previous period.

The Company manages its capital on the basis of net debt to equity ratio which is net debt (total borrowings net of cash and cash equivalents) divided by total equity.

Particulars	31st March, 2023	31st March, 2022
Debt (i)	127,955.25	130,005.25
Cash and Bank Balances	172.87	76.22
<b>Net Debt</b>	<b>127,782.38</b>	<b>129,929.04</b>
<b>Total Equity</b>	<b>(88,264.31)</b>	<b>(73,418.88)</b>
<b>Net debt to equity ratio</b>	<b>(1.45)</b>	<b>(1.77)</b>

i) Debt is defined as Long Term Borrowings, Short Term Borrowings, Current Maturities of Long Term Borrowings and Interest accrued and due on borrowings.

ii) Cash and Bank Balance includes bank deposits with more than 12 months of maturity.

Note: 45 Previous year's figures have been regrouped/ restated wherever necessary to confirm with this year's classification.

As per our report of even date.

For J.B.S & Company  
Chartered Accountants  
FRN.: 323734E

Gouranga Paul  
Partner  
Membership No. 063711  
Place: Kolkata  
Date: 30th June, 2023.

For and on behalf of Board of Directors

Subham Bhagat  
(Chairman cum Managing Director)

Vishal Shah  
(Company Secretary)

Vipul Jain  
(Chief Financial Officer)

# Corporate Information

## Board of Directors

Mr. Subham Bhagat  
Mr. Satish Kumar Singh  
Mr. Aritro Roy  
Mrs. Sujata Agarwal  
Mr. Sharat Malik  
Mr. Debasish Mukherjee

*Chairman cum Managing Director*  
*Non-Executive Director*  
*Independent Director*  
*Independent Director*  
*Independent Director*  
*Independent Director*

## Chief Financial Officer

Mr. Vipul Jain

## Company Secretary and Compliance Officer

Mr. Vishal Shah (Resigned w.e.f. 11th June, 2023)  
Not Available (As on 14th August, 2023)

## Statutory Auditors

M/s. J. B. S. & Company  
*Chartered Accountants*  
60, Bentinck Street, 4th Floor  
Kolkata - 700 069

## Secretarial Auditor

CS K. C Dhanuka  
M/s. K.C Dhanuka & Co.  
*Practicing Company Secretary*  
419, Centre Point,  
21, Hemanata Basu Sarani,  
Kolkata - 700 001

## Cost Auditors

M/s. A.J.S. & Associates  
*Cost Accountants*  
65B, S. P. Mukherjee Road,  
Kolkata - 700 023

## Internal Auditors

M/s. NR & Associates  
*Cost Accountants*  
16A, Shakespeare Sarani, 5th Floor  
Kolkata - 700 071

## Bankers

Corporation Bank  
Canara Bank  
UCO Bank

## Asset Reconstruction Companies (ARCs)

Asset Care & Reconstruction Enterprises Ltd. (ACRE)  
Alchemist Asset Reconstruction Co. Ltd.  
Rare Asset Reconstruction Ltd. (RARE)

## Registered Office

35, Chittaranjan Avenue, Kolkata - 700 012  
Phone: +91-33-2211 0225/0226

## Corporate Office

SKP House,  
132A, S. P. Mukherjee Road  
Kolkata - 700 026  
Phone: +91-33-4016 8000/8100  
Fax: +91-33-4016 8191/8107  
E-mail: [cs@ankitmetal.com](mailto:cs@ankitmetal.com)  
Website: [www.ankitmetal.com](http://www.ankitmetal.com)

## Plant Information

Village : Jorehira  
Mouza : Burat, Jorehira & Sonpura  
P.S.: Chhatna  
Dist. : Bankura, West Bengal