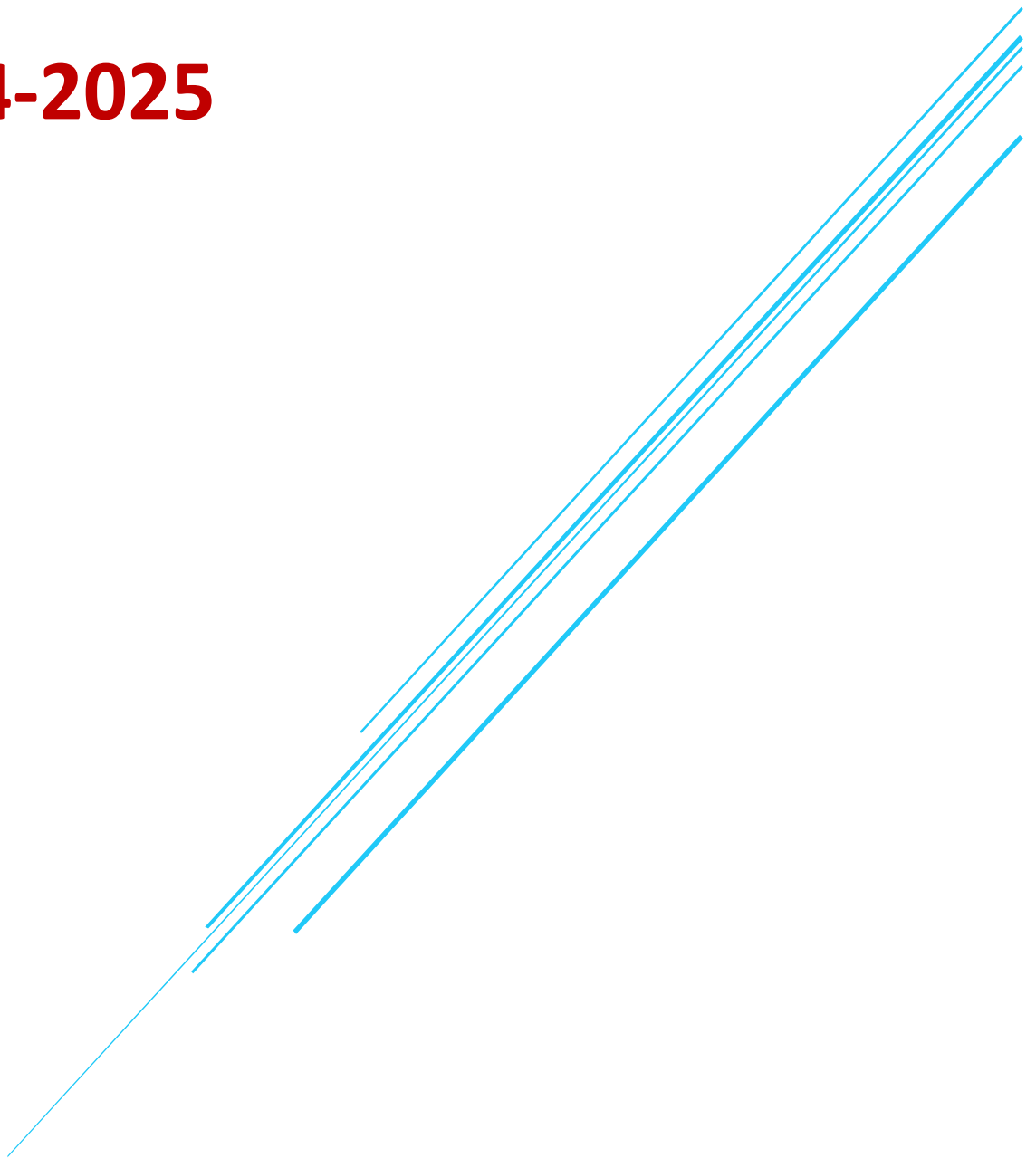


PRABHU STEEL INDUSTRIES LIMITED

53RD ANNUAL REPORT

2024-2025





PRABHU STEEL INDUSTRIES LIMITED

53RD ANNUAL REPORT 2024-2025

CIN L28100MH1972PLC015817

Registered Address: Plot No. 158 Small Factory Area Bagadganj Nagpur Maharashtra - 440008".

Website: www.prabhusteel.in | Email: prabhu.steel@yahoo.com | Tel.: 7122768743

Board of Directors and Key Managerial Personnel:

Dinesh Gangaram Agrawal
Managing Director

Krishanu Harish Agrawal
Executive Director

Harish Gangaram Agrawal
Non-Executive Non Independent Director

Pramod Dnyaneshwar Kale
Independent Director

Sujata Misal
Independent Director

Rajesh Singh
Independent Director

Akshita Harish Agarwal
Chief Financial Officer

Monika Jain
Company Secretary (Till 18.11.2025)

Pragya Agrawal
Company Secretary (w.e.f 09.01.2025)

Statutory Auditors:
M/s Manish N Jain & Co.
Chartered Accountants

Internal Auditors:
M/s Haziyani & Associates
Chartered Accountants

Secretarial Auditor:
M/s Jaymin Modi & Co.
Company Secretaries

Registrar & Transfer Agents:
Satellite Corporate Services Pvt Ltd
A 106 & 107, Dattani Plaza, East West
Compound, Andheri Kurla Road, Safed Pool
Sakinaka, Mumbai - 400072.

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 53RD ANNUAL GENERAL MEETING OF THE MEMBERS OF PRABHU STEEL INDUSTRIES LIMITED WILL BE HELD ON FRIDAY, 26TH SEPTEMBER, 2025 AT 9:00 AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. 158 SMALL FACTORY AREA, BAGADGANJ NAGPUR MAHARASHTRA, INDIA, 440008 TO TRANSACT THE FOLLOWING BUSINESS.

Ordinary Business:

1. To receive, consider and adopt the audited standalone financial statements for the financial year ended 31st March, 2025 and the Reports of the Directors and the Auditors thereon.
2. To appoint Director in place of Mr. Dinesh Gangaram Agrawal (DIN: 00291086) who retires by rotation & being eligible offers himself for re-appointment as Director.

Special Business:

3. Re-appointment of Rajesh Singh (DIN: 08828658) as an Independent Director of the Company for a second term of five consecutive years.

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

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), read with the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘SEBI Listing Regulations’) (including any statutory modification(s) or re-enactment thereof for the time being in force), Rajesh Singh (DIN: 08828658), who was appointed as an Independent Director of the Company for a term of five years up to August 10th 2025 and is eligible for being re-appointed as an Independent Director, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of a director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years, i.e. August 10th 2025 to August 09th, 2030.

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Rajesh Singh, be paid such fees and remuneration and profit-related commission as the Board may approve from time to time and subject to such limits prescribed from time to time.”

“RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution.”

4. To appoint M/s Jaymin Modi & Co., firm of company secretaries in practice as secretarial auditors for a term of upto 5 (five) consecutive years, fix their remuneration.

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

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, if any and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to receipt of such other approvals, consents and permissions as may be required, M/s Jaymin Modi & Co., Firm of Company Secretaries in Practice be and are hereby appointed as Secretarial Auditors of the Company for a term of upto 5 (Five) consecutive years, to hold office from the conclusion of this Annual General Meeting (‘AGM’) till the conclusion of the AGM of the Company to be held in the Year 2030, at a



remuneration to be fixed by the Board of Directors of the Company or any Committee of the Board of Directors ('the Board').

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

By order of the Board

For Prabhu Steel Industries Limited

Sd/-

Dinesh Gangaram Agrawal

Managing Director

DIN- 00291086

Sd/-

Harish Agrawal

Non-Executive and Non-Independent Director

DIN-00291083

Date: 04th September 2025

Place: Nagpur

**NOTES:**

1. A shareholder entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on poll on behalf of him and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of meeting. A person can act as proxy on behalf of shareholders not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the company.
2. Corporate shareholders intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The register of directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, and the register of contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
5. In terms of the provisions of section 152 of the Companies Act, 2013, Mr. Dinesh Gangaram Agrawal Director retires by rotation at the AGM. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their re-appointment. Details of the Directors retiring by rotation/ seeking re- appointment at the ensuing meeting are provided in the Notice.
6. The Register of Members and the Share Transfer Books of the Company will remain closed from, Saturday, 20th September 2025 to Friday, 26th September 2025 (both days inclusive). For the purpose of Annual General Meeting for the financial year ended 31st March 2025.
7. Notice of the AGM along with the Annual Report 2024-2025 is also being sent through electronic mode to those Members whose email address is registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2024-2025 will also be available on the Company's website www.prabhusteel.in website of the Stock Exchange, i.e. on BSE Limited at www.bseindia.com. For receiving all communication (including Annual Report) from the Company electronically members are requested to register/update their email addresses with the relevant Depository Participant.
8. Pursuant to section 108 of the Companies Act, 2013, read with rules 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer voting by electronic means to the members to cast their votes electronically on all resolutions set forth in this notice. The detailed instructions for e-voting are given separately.
9. Shareholders/proxies are requested to bring their copies of the Annual Report to the AGM and the attendance slip duly filled in for attending the AGM.
10. Shareholders are requested to intimate, immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts.
11. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts.
12. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their



requests in Form No. SH-13 to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling/varying nomination pursuant to the Rule 19 (9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH- 14, to the Registrar and Transfer Agent of the Company.

13. All documents referred to in the accompanying notice will be available for inspection at the corporate office of the company during business hours on all working days up to the date of declaration of the result of the 53rd AGM of the Company.
14. In case of joint holders attending the AGM, the shareholder whose name appears as the first holder in the order of name appears as per the Register of Members of the Company will be entitled to vote.
15. The Route map to the venue of the AGM is published in the Annual Report.
16. Details of the Director seeking re-appointment is provided in this Notice.

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

The remote e-voting period begins on **Monday, 22nd September 2025** at 09:00 A.M. and ends on **Thursday, 25th September 2025** at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date) i.e. **19th September 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **19th September 2025**.

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

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

Step 1: Access to NSDL e-Voting system





A. Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>2. Visit the e-Voting website of NSDL. Open web browser by typing the</p>



	<p>following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>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. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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. NSDL and CDSL.



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

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

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.



b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer by e-mail to info@csjmco.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to NSDL at evoting@nsdl.co.in

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



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

By order of the Board

For Prabhu Steel Industries Limited

Sd/-

Dinesh Gangaram Agrawal

Managing Director

DIN- 00291086

Sd/-

Harish Agrawal

Non-Executive and Non-Independent Director

DIN-00291083

Date: 04th September 2025

Place: Nagpur

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****Item Number 3**

The members at their annual general meeting held on 30th September 2020 had appointed Mr. Rajesh Parshuram Singh (DIN-08828658) as an Independent Director of the Company for first term of five consecutive years from 11th August, 2020 to 10th August 2025, pursuant to the provisions of Companies Act, 2013 ('the Act') and SEBI Listing Regulations.

The Board on the recommendation of Nomination and Remuneration Committee (NRC), after taking into account the performance evaluation report of Mr. Rajesh Parshuram Singh during his first term of 5 (Five) years and considering his knowledge, acumen, expertise, substantial contribution and time commitment, at its meeting held on 09th August 2025 have re-appointed him as for a second term of 5 years from August 10th 2025 to August 09, 2030.

The NRC has considered his diverse skills, leadership traits, expertise in financial and investment management, and vast business experience, among others, as some of the capabilities required for this role. In accordance with the provisions of Section 149(10) of the Act and Regulation 25(2A) of SEBI Listing Regulations, re-appointment of Independent Director will be subject to the approval of Members by way of a special resolution.

Mr. Rajesh Parshuram Singh is not disqualified from being appointed as a director in terms of Section 164 of the Companies Act, 2013 ("the Act"). He has confirmed that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority and has given his consent to act as Director of the Company.

The Company has also received declaration from Mr. Rajesh Parshuram Singh that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. In the opinion of the Board, Rajesh Parshuram Singh fulfils the conditions for re-appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and is independent of Management.

In connection with the above, a notice in writing in the prescribed manner as required by section 160 of the Act and Rules made thereunder, has been received by the Company, regarding candidature of Mr. Rajesh Parshuram Singh for the office of the director.

None of the Directors or Key Managerial Personnel or their relatives, except Mr. Rajesh Parshuram Singh is directly or indirectly concerned or interested, financially or otherwise, in the special resolution set out in Item Number 3 of the notice.

The Board of Directors based on the recommendation of NRC considers the re-appointment of Rajesh Parshuram Singh as an Independent Director in the interest of the Company and recommends the special resolution set out at Item Number 3 of the Notice for approval by members.

Additional information on directors recommended for appointment/reappointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Institute of Company Secretaries of India, is as follows:

Name of Director	Dinesh Gangaram Agrawal	Rajesh Singh
Director Identification Number (DIN)	00291086	08828658
Date of birth	22/03/1965	15/06/1983
Nationality	Indian	Indian
Qualifications	Graduate	Graduate
Date of first Appointment on the Board	16/12/2013	11/08/2020
Nature of his expertise in specific functional areas;	He has wide experience knowledge of various aspects relating to the Company's affairs and long business experience	He has wide experience knowledge of various aspects relating to sales and Marketing



	and will perform such duties as shall from time to time be entrusted to him by the Board of Directors subject to superintendence, guidance and control of the Board of Directors	
Relationships between Directors inter-se	Brother of Harish Gangaram Agrawal, the Non- Executive Director of Company	No Relation between Director
List of the directorships held in other listed companies	1	0
Number of Shares held in the Company as on March 31, 2025	42,050	0

Item Number 4

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on 04th September 2025 have approved and recommended the appointment of M/s Jaymin Modi & Co., as Secretarial Auditors of the Company for a term of upto 5 (Five) consecutive years to hold office from the conclusion of this Annual General Meeting ('AGM') till the conclusion of the AGM of the Company to be held in the Year 2030 on following terms and conditions:

a. Term of appointment: Upto 5 (Five) consecutive years from the conclusion of this AGM till the conclusion of the AGM of the Company to be held in the Year 2030.

b. Proposed Fees: Any amount mutually agreed between Board and Secretarial auditor from time to time. The proposed fees are based on knowledge, expertise, industry experience, time and efforts required to be put in by them, which is in line with the industry benchmark.

c. Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI LODR Regulations with regard to the full time partners, secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

d. Credentials: M/s Jaymin Modi & Co., Firm of Company Secretaries in Practice ('Secretarial Audit Firm'), the firm is registered with the Institute of Company Secretaries of India and has an experience of more than 5 years in providing various corporate law services. The Firm also holds a valid Peer Review Certificate. M/s Jaymin Modi & Co. have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and SEBI LODR Regulations. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and SEBI LODR Regulations.

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 except to the extent of their shareholding, if any, in the Company. The Board of Directors of the Company recommends the resolution set out at Item Number 4 for approval of the Members as an Ordinary Resolution.



PRABHU STEEL INDUSTRIES LIMITED
CIN L28100MH1972PLC015817

Registered Address: Plot No. 158 Small Factory Area, Bagadganj Nagpur, Maharashtra, India, 440008.
website: www.prabhusteel.in | email: prabhu.steel@yahoo.com | tel.: 7122768743

ATTENDANCE SLIP

TO BE COMPLETED AND HANDED OVER AT THE ENTRANCE OF THE MEETING

Name and Address of Shareholder	Folio No.
No. of Shares	Client ID

I hereby record my presence at the 53rd Annual General Meeting of the Company on Friday, 26th September, 2025 at 9 am at the registered office of the company situated at Plot No. 158 Small Factory Area, Bagadganj Nagpur, Maharashtra, India, 440008.

Signature of the Shareholder or Proxy

Email Address:

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.

ELECTRONIC VOTING PARTICULARS

Electronic Voting Event Number (EVEN)	User ID	Password

**PRABHU STEEL INDUSTRIES LIMITED**
CIN L28100MH1972PLC015817**Registered Address: Plot No. 158 Small Factory Area, Bagadganj Nagpur, Maharashtra, India, 440008.**
website: www.prabhusteel.in | email: prabhu.steel@yahoo.com | tel.: 7122768743**PROXY FORM**

Name of the Member(S):			
Registered Address:			
Email -id:			
Folio No. Client ID:		DP ID:	

I/We, being the member (s) of _____ shares of the above-named Company, hereby appoint
Name: _____
Address: _____
Email-id: _____
Signature: _____ or failing him

Name: _____
Address: _____
Email-id: _____
Signature: _____ or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 53rd Annual General Meeting of the Company on Friday 26th September 2025 at 9 am at the registered office of the company situated at Plot No. 158 Small Factory Area, Bagadganj Nagpur, Maharashtra, India, 440008 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Item No.	Resolutions	Optional	
		For	Against
1	To receive, consider and adopt the audited standalone financial statements for the financial year ended 31st March, 2025 and the Reports of the Directors and the Auditors thereon.		
2	To appoint Director in place of Mr. Dinesh Gangaram Agrawal (DIN: 00291086) who retires by rotation & being eligible offers himself for re-appointment as Director.		
3	Re-appointment of Rajesh Singh (DIN: 08828658) as an Independent Director of the Company for a second term of five consecutive years.		
4	To appoint M/s Jaymin Modi & Co., firm of company secretaries in practice as secretarial auditors for a term of upto 5 (five) consecutive years, fix their remuneration.		

Signed this..... day of.....2025
Signature of shareholder.....
Signature of Proxy holder(s).....

Affix
Revenue
Stamp

Note:

- (i) This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.
- (ii) For the resolutions, explanatory statements and notes please refer to the notice of Annual General Meeting.
- (iii) It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate

(iv) Please complete all details including details of member(s) in the above box before submission.



PRABHU STEEL INDUSTRIES LIMITED
CIN L28100MH1972PLC015817

Registered Address: Plot No. 158 Small Factory Area, Bagadganj Nagpur, Maharashtra, India, 440008.
website: www.prabhusteel.in | email: prabhu.steel@yahoo.com | tel.: 7122768743

ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

1.Name(s)& Registered Address of the sole / first named member	
2.Name(s) of the Joint-Holder(s):(if any)	
3. i)Registered Folio No: ii)DPID No & Client ID No. (Applicable to members holding shares dematerialized form)	
4. Number of Shares(s) held	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting held on Friday, 26th September, 2025, by conveying my/ our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below:

Item No.	Resolutions Ordinary Business / Special Business	Optional	
		For	Against
1	To receive, consider and adopt the audited standalone financial statements for the financial year ended 31st March, 2025 and the Reports of the Directors and the Auditors thereon.		
2	To appoint Director in place of Mr. Dinesh Gangaram Agrawal (DIN: 00291086) who retires by rotation & being eligible offers himself for re-appointment as Director.		
3	Re-appointment of Rajesh Singh (DIN: 08828658) as an Independent Director of the Company for a second term of five consecutive years.		
4	To appoint M/s Jaymin Modi & Co., firm of company secretaries in practice as secretarial auditors for a term of upto 5 (five) consecutive years, fix their remuneration.		

Place
Date

Signature of the Shareholder Authorized
Representative

Notes:

- If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- Last date for receipt of Assent/ Dissent Form is 5.00 pm on 25th September 2025.
- Please read the instructions printed overleaf carefully before exercising your vote.

General Instructions:

- Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent / dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be considered as invalid.
- The notice of Annual General Meeting is e-mailed to the members whose names appear on the Register of Members as on 29th August 2025 and voting rights shall be reckoned on the paid-up value of the shares registered in the name of the shareholders as on 29th August 2025.
- Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

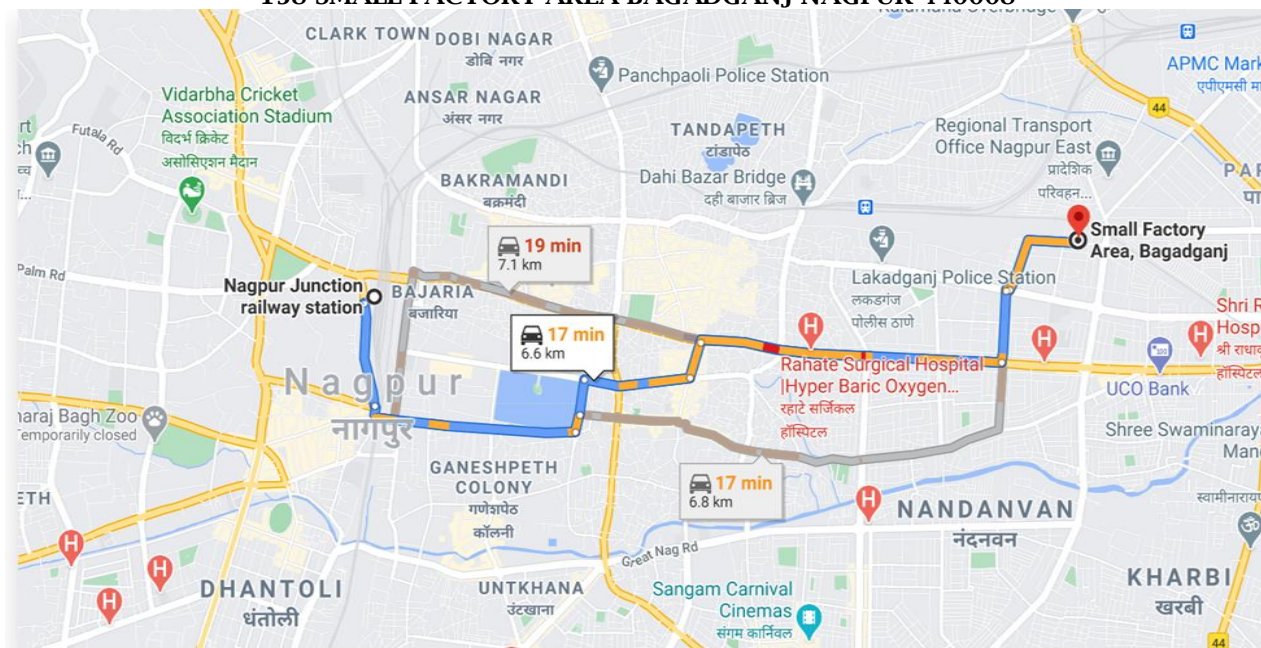


Instructions for voting physically on Assent / Dissent Form:

1. A member desiring to exercise vote by Assent/Dissent should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 pm on 25th September 2025. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Share holder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (✓) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.
8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

ROUTE MAP OF THE AGM VENUE

158 SMALL FACTORY AREA BAGADGANJ NAGPUR 440008



**DIRECTORS' REPORT**

The Board of Directors are pleased to present the Company Annual Report and the Company's audited financial statements for the financial year ended 31st March, 2025.

1. OPERATING RESULTS

The operating results of the Company for the year ended 31st March, 2025 are as follow:

Particulars	Amount in Lakhs.	
	Year ended 31st March 2025	Year ended 31st March 2024
Revenue from Operations	1327.01	1539.29
Profit Before Exceptional Item and Tax	23.56	(21.25)
Exceptional Items	0	206.26
Profit Before Tax (PBT)	23.56	185.01
Tax Expenses (Including Deferred Tax)	79.31	68.63
Profit after Tax	55.74	116.38
Total Income for the year	55.74	116.38

2. TRANSFER TO RESERVES

There are no transfers to any specific reserves during the year.

3. THE STATE OF THE COMPANY'S AFFAIR

During the year under review, your Company achieved total revenue from operations of Rs. 1327.01 in Lakhs (previous year Rs. 1539.29/-in Lakhs)

The profit after tax (including other comprehensive income) is at Rs. 55.74 in Lakhs (previous year in Lakhs. Rs. 116.38/-)

4. DIVIDEND

Your Directors do not recommend any dividend for the financial year ended 31st March 2025.

5. CASH FLOW AND CONSOLIDATED FINANCIAL STATEMENTS

As required under Regulation 34 of the Listing Regulations, a Cash Flow Statement and consolidated Financial Statement is part of the Annual Report.

6. THE CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the Company.

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

There was no transfer during the year to the Investor Education and Protection Fund in terms of Section 125 of the Companies Act, 2013.

8. CONSERVATION OF ENERGY-TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE ETC.

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished as **Annexure A** to Director's Report.

9. INTERNAL CONTROL SYSTEM

The Company's internal controls system has been established on values of integrity and operational excellence and it supports the vision of the Company "To be the most sustainable and competitive Company in our industry". The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors and their significant audit observations and follow up actions thereon are reported to the Audit Committee.

10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the year under review, your Company has not made any investment, given any loan or guarantee falling within the meaning of section 186 of the Companies Act, 2013 and the rules made thereunder.

**11. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

All the related party transactions are entered on arm's length basis, in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large or which warrants the approval of the shareholders.

The transactions are being reported in Form AOC-2 i.e. **Annexure B** in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014.

However, the details of the transactions with Related Party are provided in the Company's financial statements (note 40) in accordance with the Accounting Standards.

All Related Party Transactions are presented to the Audit Committee and the Board. Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature.

12. POLICY ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. All employees (permanent, contractual, temporary, trainees) are covered under the said policy.

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

During the financial year under review,

- The number of sexual harassment complaints received during the year - Nil.
- The number of such complaints disposed of during the year.- Nil
- The number of cases pending for a period exceeding ninety days- Nil

13. ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of Companies Act, 2013 following is the link for Annual Return Financial Year 2024-25. www.prabhusteel.in/investors

14. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

During the financial year, the Board met 7 times on 25/05/2024, 13/08/2024, 28/08/2024, 11/11/2024, 18/11/2024, 09/01/2025, and 03/02/2025.

15. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013 The Board of Directors of the Company hereby confirms:

- That in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure.
- That the selected accounting policies were applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2025, and that of the profit of the Company for the year ended on that date.
- 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.
- That the annual accounts have been prepared on a going concern basis.
- The Board has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

16. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

17. PARTICULARS OF EMPLOYEES AND REMUNERATION

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given as **Annexure C** to this report. In terms of provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and



5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of employees drawing remuneration in excess of the limits set out in the said Rules, if any, forms part of the Report.

The policy is available on the Company's website. www.prabhusteel.in.

18. CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year the following changes have taken place in the Board of Directors of the Company:

- Mr. Dinesh Agrawal was reappointed as Managing Director of the Company, the same was approved by the members in the Annual general Meeting held on 20th September 2024.
- Mr. Krishanu Agrawal was Re appointed as a whole time director of the Company, the same was approved by the members in the Annual general Meeting held on 20th September 2024
- Mrs. Pragya Agarwal, was appointed as the Company Secretary of the Company with effect from 09th January 2025.
- Mr. Krishanu Harish Agrawal term was liable to retire by rotation and the same was approved by the members in the Annual general Meeting held on 20th September 2024.

19. COMMITTEES OF THE BOARD

In accordance with the Companies Act, 2013, there are currently 3 Committees of the Board, as follows:

Audit Committee

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013 read with regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee as on the date of the report comprises of 2 Non-Executive Independent Directors & 1 Executive Director.

Following are the members of the Committee

Sonali Pramod Paithankar (till 09.01.2025)	: Non- Executive And Independent Director
Sujata Abhijit Misal (From 09.01.2025)	: Non- Executive And Independent Director
Pramod Dnyaneshwar Kale	: Non- Executive And Independent Director
Dinesh Gangaram Agrawal	: Executive Director, Member

During the year there were in total 4 Audit committee meetings held on 25/05/2024, 13/08/2024, 11/11/2024 and 03/02/2025.

The Chairperson of Audit Committee was present in previous AGM held on 20/09/2024 to answer shareholder's queries.

Broad terms of reference of the Audit Committee are as per following:

The role of the audit committee shall include the following:

- 1 Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- 2 Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- 3 Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- 4 Reviewing with the management, the quarterly financial statements before submission to the board for approval;
- 5 Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process.
- 7 Approval or any subsequent modification of transactions of the listed entity with related parties.
- 8 Evaluation of internal financial controls and risk management systems.
- 9 Reviewing, with the management, performance of statutory and Internal Auditors, adequacy of the internal control systems.



10 Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

11 Discussion with internal auditors of any significant findings and follow up there on.

12 Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.

13 Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

14 To review the functioning of the whistle blower mechanism.

15 Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate.

16 Carrying out any other function as is mentioned in the terms of reference of the audit committee

Nomination And Remuneration Committee

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013 read with regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee comprises of 3 Non-Executive Directors.

The Nomination and Remuneration Committee met twice in the Financial Year 2024-2025 on 28/08/2024 and 09/01/2025.

The necessary quorum was present in the said meetings.

The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the Company held on 20/09/2024.

The composition of the Committee and the details of meetings held and attended by the Directors are as under:

Pramod Dnyaneshwar Kale	: Non- Executive Independent Director
Sonali Pramod Paithankar (till 09.01.2025)	: Non- Executive Independent Director
Sujata Abhijit Misal (From 09.01.2025)	: Non- Executive Independent Director
Rajesh Parshuram Singh	: Non- Executive Independent Director

Role of nomination and remuneration committee, inter-alia, include the following:

(1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

(2) Formulation of criteria for evaluation of performance of independent directors and the board of directors;

(3) Devising a policy on diversity of board of directors;

(4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.

(5) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

(6) To recommend to the Board all remuneration, in whatever form, payable to senior management.

The policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters is available on company's website.



Remuneration of Directors

The remuneration of the Whole- Time Director is recommended by the Remuneration Committee and then approved by the Board of Directors and subsequently by the shareholders in general meeting within the limits prescribed in Companies Act, 2013.

Criteria for making payments

Non-Executive Directors of the Company are paid sitting fees for attending Board and Committee Meetings and no Commission is drawn by either of them during the year.

Performance evaluation criteria for Independent Directors:

- 1) Attendance and participations in the meetings.
- 2) Preparing adequately for the board meetings.
- 3) Contribution towards strategy formation and other areas impacting company performance
- 4) Rendering independent, unbiased opinion and resolution of issues at meetings.
- 5) Safeguard of confidential information.
- 6) Initiative in terms of new ideas and planning for the Company.
- 7) Timely inputs on the minutes of the meetings of the Board and Committee's.
- 8) Raising of concerns to the Board

Remuneration Policy

The Nomination and Remuneration Policy devised in accordance with Section 178(3) and (4) of the Companies Act, 2013 is available at the website of the Company: www.prabhusteel.in

Further, criteria of making payments to non-executive directors, the details of remuneration paid to all the Directors and the other disclosures required to be made under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been published below:

Stakeholder Relationship Committee

The Stakeholder Relationship Committee of the Company is constituted in line with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee comprises of 2 Non-Executive Independent Directors, 1 Non-Executive Non Independent Directors.

The committee looks into the shareholders and investors grievances that are not settled at the level of Compliance Officer and helps to expedite the share transfers and related matters. The Committee periodically reviews the status of stakeholders' grievances and redressal of the same.

The Committee met on 28/08/2024.

The necessary quorum was present for all the meetings. The Chairman of the Committee was present at the last Annual General Meeting of the Company held on 20th September 2024.

The composition of the Committee during FY 2024-25 and the details of meetings held and attended by the Directors are as under:

Following are the members of the Committee

Pramod Dnyaneshwar Kale	: Independent Director
Sonali Pramod Paithankar (till 09.01.2025)	: Non- Executive and Independent Director
Sujata Abhijit Misal (From 09.01.2025)	: Non- Executive and Independent Director
Harish Agrawal	: Non-Executive Non Independent Director

The role of the committee shall inter-alia include the following:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders of the Company.

20. ATTRIBUTES, QUALIFICATIONS & INDEPENDENCE OF DIRECTORS, THEIR APPOINTMENT AND REMUNERATION



The Nomination & Remuneration Committee of Directors have approved a Policy for Selection, Appointment and Remuneration of Directors which inter-alia requires that composition and remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and senior management employees and the Directors appointed shall be of high integrity with relevant expertise and experience so as to have diverse Board and the Policy also lays down the positive attributes/criteria while recommending the candidature for the appointment as Director.

21. DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfil all the requirements as stipulated in Section 149(7) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

22. STATUTORY AUDITORS

M/s. Manish N Jain & Co. Chartered Accountant were appointed by the members in the Extra Ordinary General Meeting held on 17 day of May, 2022 for a term of five years.

23. INTERNAL AUDITORS

M/s Haziyani & Associates were appointed as internal auditors by the Board for the financial year 2024-25 and who have issued their reports on quarterly basis.

24. SECRETARIAL AUDITORS

The Company has appointed M/s Jaymin Modi & Co. Company Secretaries, as Secretarial Auditors of the Company to carry out the Secretarial Audit for the Financial Year 2025-26 and to issue Secretarial Audit Report as per the prescribed format under rules in terms of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Secretarial Audit Report for the FY 2024-25 is annexed herewith and forms part of this report as **Annexure D**. Secretarial Audit is not applicable to the Subsidiary, not being a material subsidiary.

25. COST RECORDS AND COST AUDIT

The provision of the Companies (Cost Records and Audit) Rules, 2014 is not applicable to the Company. Maintenance of cost records as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 was not applicable for the business activities carried out by the Company for the FY 2024-25. Accordingly, such accounts and records are not made and maintained by the Company for the said period.

26. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

The report of the Statutory Auditor, Secretarial Auditor and Internal Auditor does not have any qualifications, reservations or adverse remarks or disclaimers made by the auditors and the practicing company secretary in their reports.

27. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this Annual Report as **Annexure E**.

28. HOLDING, SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Holding, Subsidiary, Joint Ventures And Associate Companies.

29. VIGIL MECHANISM

The Company has established a vigil mechanism policy to oversee the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimisation of employees and Directors who express their concerns.

The Vigil Mechanism Policy is available at the website of the Company: www.prabhusteel.in

30. REPORTING OF FRAUD BY AUDITORS



During the year under review, the Internal Auditors, Statutory Auditors and Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Act, details of which needs to be mentioned in this Report.

31. ANNUAL EVALUATION BY THE BOARD

In compliance with the Companies Act, 2013, and Regulation 17 of the Listing Regulations, the performance evaluation of the Board and its Committees were carried out during the year under review.

32. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no material changes and commitments affecting the financial position of the Company occurred during the financial year.

33. THE DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

During the year there has been no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

34. CORPORATE GOVERNANCE

Your Company always places a major thrust on managing its affairs with diligence, transparency, responsibility and accountability thereby upholding the important dictum that an organization's corporate governance philosophy is directly linked to high performance. The Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large and strives to serve their interests, resulting in creation of value for all its stakeholders. In terms of Regulation 34 of SEBI (LODR) Regulations, furnishing of Corporate Governance Report is not applicable to the company.

35. OTHER DISCLOSURES

The Company does not have any Employees Stock Option Scheme in force and hence particulars are not furnished, as the same are not applicable. No proceedings against the Company are initiated or pending under the Insolvency and Bankruptcy Code, 2016. The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

36. POLICIES

The Company seeks to promote highest levels of ethical standards in the normal business transactions guided by the value system. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates formulation of certain policies for listed companies. The Policies are reviewed periodically by the Board and are updated based on the need and compliance as per the applicable laws and rules and as amended from time to time. The policies are available on the website of the Company.

37. MATERNITY BENEFIT COMPLIANCE

During the year under review, your Company has duly complied with all applicable provisions of the Maternity Benefits Act, 1961, ensuring that eligible female employees are granted the statutory entitlements related to maternity leave, benefits, and workplace support. This compliance reflects the organization's commitment to upholding employee welfare and adhering to labour laws designed to protect the rights of working mothers.

38. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)

During the period under review, neither any application under Corporate Insolvency Resolution Process was initiated nor any pending under the Insolvency and Bankruptcy Code, 2016.



39. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

During the period under review, no such settlement took place.

40. COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

Your Directors hereby confirm that the Company has complied with the necessary provisions of the revised Secretarial Standard 1 and Secretarial Standard 2 to the extent applicable to the Company.

41. ENHANCING SHAREHOLDER VALUE

Your Company firmly believes that its success, the marketplace and a good reputation are among the primary determinants of value to the shareholder. The organisational vision is founded on the principles of good governance and delivering leading-edge products backed with dependable after sales services. Following the vision your Company is committed to creating and maximising long-term value for shareholders.

42. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The provision of Corporate Social Responsibility is not applicable to our company.

43. ACKNOWLEDGEMENTS

Your Directors take this opportunity to express their sincere appreciation and gratitude for the continued co-operation extended by shareholders, employees, customers, banks, suppliers and other business associates.

**By order of the Board
For Prabhu Steel Industries Limited**

Sd/-

Dinesh Gangaram Agrawal

Managing Director

DIN- 00291086

Sd/-

Harish Agrawal

Director

DIN-00291083

Place: Nagpur

Date: 04.09.2025



ANNEXURE A TO THE DIRECTORS' REPORT

Information pursuant to the Companies (Accounts) Rules, 2014

(A) Conservation Of Energy: NIL

i) The steps taken or impact on conservation of energy: NIL

ii) The steps taken by the company for utilizing alternate sources of energy: NIL

iii) The capital investment on energy conservation equipment's: NIL

(B) Technology Absorption

i) The efforts made towards technology absorption: NIL

ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

- Better economy, reduction in emission & clean operation;
- Optimum efficiency

iii) In case of imported technology (imported during the last year reckoned from the beginning of the financial year): NIL

- The details of technology imported: NIL
- The year of import: NIL
- Whether the technology fully absorbed: NIL
- If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and: NIL

iv) The expenditure incurred on Research and Development: NIL

(C) Foreign Earning and Outgo : Nil



ANNEXURE B TO THE DIRECTORS' REPORT

FORM NO. AOC - 2

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

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

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

(a) Name(s) of the related party and nature of relationship	Nil
(b) Nature of contracts/arrangements/transactions	
(c) Duration of the contracts / arrangements/transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	
(e) Justification for entering into such contracts or arrangements or transactions	
(f) date(s) of approval by the Board	
(g) Amount paid as advances, if any	
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

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

(a) Name(s) of the related party and nature of relationship	Shri Dinesh Agrawal
(b) Amount	21179000
(c) Nature of contracts/arrangements/transactions	Receipt of Unsecured Loans
(d) Duration of the contracts/ arrangements / transactions	-
(e) Salient terms of the contracts or arrangements or transactions including the value, if any:	-
(f) Date(s) of approval by the Board, if any:	-
(g) Amount paid as advances, if any	-

(a) Name(s) of the related party and nature of relationship	Shri Harish Agrawal
(b) Amount	20163000
(c) Nature of contracts/arrangements/transactions	Receipt of Unsecured Loans
(d) Duration of the contracts/ arrangements / transactions	-
(e) Salient terms of the contracts or arrangements or transactions including the value, if any:	-
(f) Date(s) of approval by the Board, if any:	-
(g) Amount paid as advances, if any	-

(a) Name(s) of the related party and nature of relationship	Shri Krishanu Agrawal
(b) Amount	5350000
(c) Nature of contracts/arrangements/transactions	Receipt of Unsecured Loans
(d) Duration of the contracts/ arrangements / transactions	-
(e) Salient terms of the contracts or arrangements or transactions including the value, if any:	-
(f) Date(s) of approval by the Board, if any:	-
(g) Amount paid as advances, if any	-



(a) Name(s) of the related party and nature of relationship	Shree Gopal Finance Private Limited
(b) Amount	800000
(c) Nature of contracts/arrangements/transactions	Receipt of Unsecured Loans
(d) Duration of the contracts/ arrangements / transactions	-
(e) Salient terms of the contracts or arrangements or transactions including the value, if any:	-

(a) Name(s) of the related party and nature of relationship	Shri Harish Agrawal
(b) Amount	15822000
(c) Nature of contracts/arrangements/transactions	Repayments of Unsecured Loans
(d) Duration of the contracts/ arrangements / transactions	-
(e) Salient terms of the contracts or arrangements or transactions including the value, if any:	-
(f) Date(s) of approval by the Board, if any:	-
(g) Amount paid as advances, if any	-

(a) Name(s) of the related party and nature of relationship	Shree Gopal Finance Private Limited
(b) Amount	450000
(c) Nature of contracts/arrangements/transactions	Repayments of Unsecured Loans
(d) Duration of the contracts/ arrangements / transactions	-
(e) Salient terms of the contracts or arrangements or transactions including the value, if any:	-

(a) Name(s) of the related party and nature of relationship	Keshvam Infraventures Private Limited
(b) Amount	30000000
(c) Nature of contracts/arrangements/transactions	Repayment of Loans and Advances
(d) Duration of the contracts/ arrangements / transactions	-
(e) Salient terms of the contracts or arrangements or transactions including the value, if any:	-
(f) Date(s) of approval by the Board, if any:	-
(g) Amount paid as advances, if any	-

(a) Name(s) of the related party and nature of relationship	Dinesh Agrawal
(b) Amount	13700000
(c) Nature of contracts/arrangements/transactions	Repayments of Unsecured Loans
(d) Duration of the contracts/ arrangements / transactions	-
(e) Salient terms of the contracts or arrangements or transactions including the value, if any:	-

**ANNEXURE C TO THE DIRECTORS' REPORT****MEDIAN REMUNERATION**

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

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Name of the directors	Ratio to median remuneration
Non-executive directors	
Sonali Pramod Paithankar	4: 21.22
Pramod Dnyaneshwar Kale	4 : 21.22
Rajesh Singh	-
Executive directors	
Harish Gangaram Agrawal	150 : 21.22
Dinesh Agrawal	150 : 21.22
Krishanu Harish Agrawal	48 : 21.22

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% Increase in remuneration in the financial year
Harish Gangaram Agrawal	67%
Krishanu Harish Agrawal	100%
Akshita Harish Agarwal	-

c. The percentage increase in the median remuneration of employees in the financial year:

d. The number of permanent employees on the rolls of Company:

e. Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average annual increase was around

Increase in the managerial remuneration for the year was

f. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Nomination and Remuneration Committee of the Company has affirmed at its meeting held on 10/01/2024 that the remuneration paid is as per the remuneration policy of the Company. The Policy is available on the Company's Website.

g. There are no employees drawing salary in excess of 120 Lakhs as stipulated under section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**ANNEXURE D TO THE DIRECTORS' REPORT****FORM NO. MR-3****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025****[Pursuant to regulation 24A of SEBI (LODR) 2015 and section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]**

To,
The Members,
Prabhu Steel Industries Limited
Plot No. 158 Small Factory Area
Bagadganj Nagpur Maharashtra - 440008.

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

Based on our verification of the 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 authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31st March, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made herein after:

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

- I. The Companies Act, 2013 (the Act) and the rules made there under to the extent applicable;
- II. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable to the Company: -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not Applicable to the Company during the period under review;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not Applicable to the Company during the period under review;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not Applicable to the Company during the period under review;
 - (f) The Securities and Exchange Board of India (Registrar to and Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; Not Applicable to the Company during the period under review;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not Applicable to the Company during the period under review;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not applicable to the Company during the Audit Period; and
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I have also examined compliances with the applicable clauses of the following:

- a) Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India; and
- b) Listing Agreements entered into by the Company with BSE Limited.

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned above, except:



- Some of the Intimations under the provisions of the Companies Act, 2013 have been filed after the lapse of statutory time period. However, necessary additional fees have been remitted for such delay.

I further report that:

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

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

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

**For, Jaymin Modi & Co.
Company Secretaries**

Sd/-

**Mr. Jaymin Modi
COP: 16948
Mem No. 44248
PRC: 2146/2023
UDIN: A044248G001105286**

**Place: Mumbai
Date: 29-08-2025**



ANNEXURE - A TO SECRETARIAL AUDIT REPORT

To,
The Members,
PRABHU STEEL INDUSTRIES LIMITED
OLD MOTOR STAND ITWARI,
NAGPUR - 440008.

Our Secretarial Audit Report dated 29th August, 2025 is to be read with this letter.
Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make an audit report based on the secretarial records produced for our audit.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.

Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

This Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For, Jaymin Modi & Co.

Company Secretaries

Sd/-

Mr. Jaymin Modi

COP: 16948

Mem No. 44248

PRC: 2146/2023

UDIN: A044248G001105286

Place: Mumbai

Date: 29-08-2025



COMPLIANCE WITH THE CODE OF CONDUCT AND ETHICS

In accordance with Regulation 17(5)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and Senior Management Personnel of the Company have confirmed compliance with the Code of Business Conduct and Ethics for the financial year ended 31st March, 2025.

For Prabhu Steel Industries Limited
Sd/-
Dinesh Gangaram Agrawal
Managing Director
DIN 00291086

CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

To,
The Board of Directors,
Prabhu Steel Industries Limited
Plot No. 158 Small Factory Area Bagadganj Nagpur Maharashtra - 440008"

We, Dinesh Gangaram Agrawal Managing Director, Krishanu Harish Agrawal Executive Director and Akshita Harish Agarwal Chief Financial Officer of the Company, hereby certify that for the financial year, ending 31st March, 2025;

(a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;

(ii) These statements present a true and fair view of the Company's affairs and are in compliance with current accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken for rectifying these deficiencies.

(d) We have indicated to the Auditors and the Audit Committee:

(i) Significant changes, if any, in the internal control over financial reporting during the year.

(ii) significant changes, if any, in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

By order of the Board
For Prabhu Steel Industries Limited

Sd/-
Dinesh Agrawal
Managing Director

Sd/-
Krishanu Agrawal
Executive Director

Sd/-
Akshita Agarwal
Chief Financial Officer

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(Pursuant to Part C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with regulation 34(3) of the said Listing Regulations).

To,

The Members

Prabhu Steel Industries Limited

Plot No. 158 Small Factory Area Bagadganj Nagpur Maharashtra - 440008"

I have examined the relevant registers records forms returns and disclosures received from the Directors of Prabhu Steel Industries Limited having CIN L28100MH1972PLC015817 and having registered office at Plot No. 158 Small Factory Area Bagadganj Nagpur Maharashtra - 440008", India. (hereinafter referred to as 'the Company') produced before me by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

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

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Dinesh Gangaram Agrawal	00291086	16/12/2013
2	Harish Gangaram Agrawal	00291083	25/03/2008
3	Sujata Abhijit Misal	10855429	09/01/2025
4	Pramod Dnyaneshwar Kale	08336145	06/02/2019
5	Krishanu Harish Agrawal	08777036	11/08/2020
6	Rajesh Singh	08828658	11/08/2020

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.

Disclaimer: We have not been made available with details or clarification or Non-Applicability certificate, with respect to debarment or disqualification pursuant to any order from civil or criminal court and thus we are unable to conclude any opinion on attraction of disqualification by any such order which have not been presented before us for reporting.

For, JAYMIN MODI & CO.

COMPANY SECRETARIES

Sd/-

CS JAYMIN MODI

COMPANY SECRETARY

ACS: 44248

COP: 16948

PRC: 2146/2022

UDIN: A044248G001105495

Date: 29-08-2025

Place: Mumbai

**ANNEXURE E TO THE DIRECTORS' REPORT****MANAGEMENT DISCUSSION AND ANALYSIS**

Your directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March 2025.

INDUSTRY STRUCTURE AND DEVELOPMENT:

The global steel industry witnessed moderate growth during FY 2024-25, driven by infrastructure investments, automotive sector recovery, and demand from renewable energy sectors. However, the industry faced challenges from fluctuating raw material prices, rising energy costs, and geopolitical tensions impacting trade flows.

In India, the steel sector remained resilient, supported by government infrastructure push (e.g., Gati Shakti, Smart Cities Mission), increased construction activity, and domestic demand from automotive and capital goods sectors. India retained its position as the second-largest steel producer globally, with crude steel production growing by approximately 5.3% YoY.

SEGMENT WISE PERFORMANCE:

The steel industry's performance can be segmented into various categories, each with its own growth drivers and rates. Flat products, which include steel used in automotive, construction, and consumer goods, are expected to grow at a rate of 8-10% YoY. Long products, used in construction, infrastructure, and industrial sectors, are anticipated to grow at a slightly higher rate of 10-12% YoY. Tubes and pipes, which serve the oil and gas, power, and water sectors, are projected to grow at a rate of 12-15% YoY. Specialty steel, used in high-end applications such as aerospace, defense, and automotive, is expected to lead the pack with a growth rate of 15-18% YoY. Lastly, alloy and stainless steel, used in high-end automotive, aerospace, and industrial sectors, are anticipated to grow at a rate of 10-12% YoY.

OPPORTUNITIES AND THREATS:**Opportunities:**

- Increased infrastructure spending by the Government of India.
- Strong growth in construction, automobile, and renewable energy sectors.
- Import substitution and Make-in-India initiatives.
- Scope for exports to emerging economies and ASEAN markets.
- Technological advancements in green steel and carbon-neutral production.

Threats:***Volatility in prices of raw materials such as iron ore and coking coal.***

- Rising energy and logistics costs.
- Global trade tensions and anti-dumping measures.
- Competition from low-cost producers (e.g., China, Vietnam).
- Regulatory pressure to reduce carbon emissions.

FINANCIAL HIGHLIGHTS:

- Paid up Share Capital of the Company as on 31 March 2025, stands at 71,70,000 divided into 7,17,000 number of equity Shares of Rs. 10/- each fully -paid up.
- Income from operation stood at Rs. 12,59,32,011/- for fiscal 2025.
- Profit/Loss before Taxes of fiscal 2024 was Rs. 23,56,555/-.
- Basic Earnings per Share for fiscal 2023 was Rs (7.78).
- Net Worth of the company stood at Rs. 10,59,90,504/- as on March 2025.

RISKS AND CONCERNS

- High dependency on imported coking coal.



- Exchange rate volatility impacting import/export pricing.
- Delay in regulatory clearances for expansion projects.
- ESG compliance pressure and need for decarbonization.

India's global deal in Steel sector:

- India's steel exports grew from \$4.6 billion in 2014-15 to \$11.81 billion in 2022-23, increase of 156%.
- In 2018, India signed a deal with Japan to export 2.5 million tons of steel, worth \$1.5 billion.
- In 2020, India signed a deal with the US to export \$500 million worth of steel, as part of the bilateral trade agreement.
- In 2022, India exported \$1.2 billion worth of steel to China, a significant increase from previous years.
- In 2022, India signed a deal with the EU to export \$1 billion worth of steel, as part of the bilateral trade agreement.
- In 2022, the Rourkela Steel Plant, a unit of SAIL, exported 1.2 million tons of steel to countries like China, Japan, and the US.
- In 2022, JSW Steel exported 2.5 million tons of steel to countries like the US, EU, and Australia

GOVERNMENT INITIATIVES:

Some of the other recent Government initiatives in this sector are as follows:

National Steel Policy (NSP) 2017: The new Steel Policy enshrines the long-term vision of the Government to give impetus to the steel sector.

- It seeks to enhance domestic steel consumption and ensure high-quality steel production and create a technologically advanced and globally competitive steel industry.
- The policy also envisages domestically meeting the entire demand for high-grade automotive steel, electrical steel, special steels, and alloys for strategic applications and increasing domestic availability of washed coking coal to reduce import dependence on coking coal from about 85% to around 65% by 2030-31

IMPRINT Scheme: Supports R&D projects in the steel sector with funding of up to ₹1 crore per project.

Make in India: Aims to increase steel production to 300 million tonnes by 2025, with an investment of ₹10 lakh crores.

Quality Control Order (QCO): Mandates quality standards for steel products to ensure conformity to international standards.

Steel Development Fund (SDF): Provides financial assistance of up to ₹50 crores for R&D projects in the steel sector.

Production-Linked Incentive (PLI) Scheme: Offers incentives of ₹6322 crores to specialty steel producers, targeting production of 42 million tonnes by 2026-27.

The Government has also announced a policy for providing preference to domestically manufactured Iron & Steel products in Government procurement.

The government has also approved a Production-linked Incentive (PLI) Scheme for Specialty Steel. It is expected that specialty steel production will become 42 million tonnes by the end of 2026-27.

The Ministry of Steel is facilitating the setting up of an industry-driven Steel Research and Technology Mission of India (SRTMI) in association with the public and private sector steel companies to spearhead research and development activities in the iron and steel industry.

The Government of India raised import duty on most steel items twice, each time by 2.5%, and imposed measures including anti-dumping and safeguard duties on iron and steel items.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:



The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliances of guide lines and policies adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management. The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. Efforts for continued improvement of internal control system are being consistently made in this regard.

HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS:

Our Human Resources philosophy is centered on fostering a high-performance culture that emphasizes accountability, responsibility, and competency. To achieve this, we have implemented practical measures to enhance organizational capabilities through employee engagement, development, and effective systems that promote productivity, equality, and accountability at all functional levels.

In response to the dynamic and challenging business landscape, our primary focus is on upskilling and reskilling our existing talent to meet the required standards. We provide leadership guidance at all levels, motivating employees to confront business realities, embrace a culture of swift action, and take ownership of their responsibilities.

To ensure our employees' skills, knowledge, and business acumen remain current, we offer ongoing in-house and external training programs at all levels. Our efforts to optimize and streamline our workforce are an ongoing process, driven by our commitment to excellence.

CAUTIONARY STATEMENT:

The Management Discussion and Analysis contains forward-looking statements that describe the Company's objectives, projections, estimates, and expectations. However, these statements are subject to risks and uncertainties, and actual results may differ materially from those expressed or implied.

Several key factors could impact the Company's operations and performance. These include economic conditions, such as changes in demand and supply, price fluctuations, and market volatility, in both domestic and international markets. Additionally, changes in government regulations, tax laws, and other statutes may affect the Company's operations and profitability. Incidental factors, including natural disasters, global events, and other unforeseen circumstances, may also influence the Company's performance.

Furthermore, the Company's ability to adapt to changing market conditions, technological advancements, and evolving customer needs will be crucial. The impact of competition and market dynamics on the Company's market share and pricing power may also affect its performance. Due to these factors, the Company's actual results may differ from its projections and estimates.

The Company cautions readers not to place undue reliance on forward-looking statements, which speak only as of the date they are made. The Company undertakes no obligation to update or revise these statements, except as required by law.

**INDEPENDENT AUDITORS' REPORT****TO THE MEMBERS OF,****PRABHU STEEL INDUSTRIES LIMITED****Report on the Audit of the Financial Statements****Opinion**

We have audited the accompanying financial statements of **PRABHU STEEL INDUSTRIES LIMITED** (the "Company"), which comprises the Balance Sheet as at **March 31, 2025**, the Statement of Profit and Loss {including the Other Comprehensive Income / (Losses)}, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date and notes to the financial statements, including a summary of material 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, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended, ("the Act"), in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31, 2025**, and its losses including total comprehensive income / (losses), its cash flows and the changes in equity for the year ended on that date.

Basis of Opinion

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 ("the ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence, we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters and to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risk of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying financial statements.

The Key Audit Matters	How was the matter addressed in our Audit
Revenue Recognition (<i>Refer Note No. 1.4.(d) and 23 of the financial statements</i>)	



<p>Revenue is one of the key profit drivers and is therefore susceptible to misstatements. Revenue is measured in net of any discounts and rebates. Revenue from sale of products is considered as key audit matter as there is a risk of accuracy of recognition and measurement of sales in the financial statements considering the following aspects:</p> <ul style="list-style-type: none"> * Determination of performance obligation for recognition of revenue. * Estimation of variable consideration in pricing. * Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the periods. 	<p>Our audit procedures with regards to revenue recognition is a combination of internal controls and substantive procedures which included the following:</p> <ul style="list-style-type: none"> * Evaluated the design of internal control. * For evaluation of operating effectiveness of internal controls, tested revenue by verifying, on sample basis, agreements executed with the customers, relevant documentary evidence of satisfaction of performance obligation for timing of recognition of revenue, accuracy of revenue recognition including variable consideration included pricing, cut off transactions at the year end and tax amount of the invoices. * Performed substantive testing by verifying the sales invoice and other relevant documentary evidence on sample basis. * Obtain the balance confirmation from selected samples and verified the reconciliation, if any, for the confirmation received. * Evaluated the appropriateness of accounting policies, related disclosures made and overall presentation in the financial statements.
Existence and Valuation of Inventories	
<p>The Company's inventories as at the end of the reporting period are ` 170.24 Lakhs representing the 13.21% of the Company's total assets. (Refer "Note No. 9" of the financial statements)</p> <p>The existence of inventories is a key audit matters due to involvement of high risk, basis the nature and size of the products where in value per unit is relatively insignificant but high volumes are involved which are distributed across the Company.</p>	<p>In response to these key matters, our audit included, among others, the following principal audit procedures:</p> <ul style="list-style-type: none"> * Understood the management's control over physical inventory counts and their valuation. * Evaluation of design and testing of the operating effectiveness of internal controls relating to physical inventory counts at the plants. In testing these controls, we observed the inventory cycle count process on a sample basis, inspected the results of the inventory cycle count and confirmed that the variances were approved and appropriately accounted for. * Evaluation of design and testing of the operating effectiveness of internal controls relating to purchases, sales and inventories including the automated controls. * We have performed the physical verification of inventories on a sample basis for establishing the existence of inventory as at the end of the reporting period. * For a representative sample, verification that the finished goods inventories were correctly



	<p>measured, using a recalculation of the measurement of those inventories based on the cost of acquiring them from suppliers and considering the costs of directly attributable to such goods.</p> <p>* Assessed the key estimates used by the Company's management to determine the net realizable value and the consistency thereof with the Company's policy on provision for non - moving inventory and performed a sensitivity analysis on the estimated selling price and compared with the cost per item.</p>
Carrying Value of Trade Receivables	
<p>As at March 31, 2025, trade receivables constitute approximately 15.94% of total assets of the Company (Refer "Note No. 10" of the financial statements). The Company is required to regularly assess the recoverability of its trade receivables.</p> <p>The Company applied, expected credit loss (ECL) model for measurement and recognition of impairment loss on trade receivables. The Company uses a provision matrix to determine impairment loss allowances. The provision matrix is based on its historically observed default rates over the expected life of trade receivables and is adjusted for forward looking estimates.</p> <p>This is a key audit matters as significant judgement is involved to establish the provision matrix.</p>	<p>Our audit procedures included, among other the followings:</p> <p>* Evaluated the Company's accounting policies pertaining to impairment of financial assets and assessed compliance with those policies in term of Ind AS - 109, "Financial Instruments".</p> <p>* Assessed and tested the design and operating effectiveness of the Company's internal financial controls over provision for expected credit loss (ECL).</p> <p>* Evaluated the management's assumption and judgement relating to various parameters which included the historical default rates and business environment in which the entity operates for estimating the amount of such provision.</p> <p>* Evaluated the management's assessment of recoverability of the outstanding receivables and recoverability of the overdue / aged receivables through inquiry with the management and analysis of the collection trends in respect of receivables.</p> <p>* Assessed and read the disclosures made by the Company in the financial statements.</p>

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

The Company's Management and the Board of Directors are responsible for the other information. The other information comprises the information included in the Management's Discussion and Analysis, Board's Report including Annexure to the Board's Report, Report on Corporate Governance, Business Responsibility and Sustainability Report and Shareholder's information, but does not include the consolidated financial statements, standalone 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.

Management's Responsibility for the Financial Statements

The Company's Management and the Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, the financial performance including the other comprehensive income / (losses), cash flows and changes in equity of the Company in accordance with the accounting principle generally accepted in India, including the Indian Accounting Standards (Ind AS) as specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, time to time. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentations 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, the Company's Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Company's management and Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of 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 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 judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Company's Management and Board of Directors.



- Conclude on the appropriateness of the 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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub - section (11) of Section 143 of the Act, we give in the **Annexure "A"**, a statement on the matters specified in paragraph 3 and paragraph 4 of the said Order.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including the Other Comprehensive Income / (Losses), the Statement of Cash Flows and the Statement of Changes in Equity dealt with this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards as specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, time to time.



- e. On the basis of the written representation received from the directors as on March 31, 2025, taken on the record by the Board of Directors, none of directors is disqualified as on March 31, 2025, from being appointed as a director in term of section 164(2) of the Act.
- f. With respect to adequacy of the internal financial controls with reference to these financial statements of the Company and the operating effectiveness of such control, refer to our separate report in **Annexure "B"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to these financial statements.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended time to time, in our opinion and to the best of our information and explanations given to us, the remuneration paid / provided by the Company to its directors during the reporting period is in accordance with the provision of section 197 of the Act.
- h. With respect to the other matters to be included in the Independent Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, time to time, 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 its financial position in its financial statements - Refer "*Note No. 44*" of the 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 has been no delay in transferring the amounts required to be transferred to the Investor Education and Protection Fund by the Company.
 - (iv)
 - a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed fund or share premium or any other sources or kind of funds) by the Company to or in any other person or entities, including the foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
 - b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - (v) The Company has neither declared or paid any dividend, during the reporting period, Accordingly, reporting on compliance with section 123 of the Companies Act, 2013, is not applicable.
 - (vi) Based on our examination, which included test check, the Company has used accounting software for maintaining its books of accounts for the financial period ended March 31, 2025, which has a feature of recording audit trail (edit log) facilities and the same has operated throughout the period



for all the relevant transactions recorded in the software systems. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with and the audit trails have been preserved by the Company as per the statutory requirements for the record retention.

For **MANISH N JAIN & CO.**
Chartered Accountants
FRN No. 0138430W

Place: Nagpur
Dated: **May 24, 2025**
UDIN No.: **25175398BMIEJZ2551**

ARPIT AGRAWAL
Partner
Membership No. 175398

**ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT**

(Referred to in Paragraph 1 under “Report on the Other Legal and Regulatory Requirements” section of our report of Even Date)

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

1. In respect of the Company’s Property, Plants and Equipment and Intangible assets;

a)i) The Company has maintained proper records showing full particulars, including the quantitative details and situation of property, plants and equipment and capital work-in-progress.

ii) The Company has not owned any intangible assets, during the reporting period, hence the requirement to report under clause 3(i)(a)(ii) of the said Order is not applicable to the Company.

b) The Company has a regular program at reasonable interval for physical verification of property, plants and equipment and capital work-in-progress, so as to cover all the item of assets, the periodicity of physical verification, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such physical verification.

c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds in respect of self - constructed buildings and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the Company), disclosed in the financial statements and included under property, plants and equipment and capital work-in-progress are held in the name of the Company as at the Balance Sheet date. In respect of the immovable properties taken on lease by the Company, the lease agreements are held in the name of the Company as at the Balance Sheet date, if any.

d) The Company has not revalued any of its property, plants and equipment and intangible assets during the reporting period.

e) According to information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated during the reporting period or are pending against the Company as at March 31, 2025, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and Rules made thereunder.

2. In respect of Company’s inventories;

a) As explained to us, inventories except goods-in-transit and the stock lying with third parties have been physically verified during the year by the management at reasonable intervals. In our opinion and according to information and explanations given to us, in respect of stock lying with the third parties at the end of the year, written confirmations have been obtained. In our opinion, the frequency of such verification is reasonable. In our opinion and according to information and explanations given to us, the coverage and the procedure adopted by the management for the physical verification are appropriate considering the size and the nature of the products dealt in by the Company. As explained to us, there were no discrepancies of 10% or more in the aggregate for each class of inventories that were noticed on such physical verification of inventories. However, any other discrepancies if any, noticed on such physical verification have been properly dealt with in the books of accounts.

b) During the reporting period, the Company has been sanctioned working capital limit in excess of five crore rupees, in aggregate, at point of time during the reporting period, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanation given to us, the quarterly returns and the statements (stock statements, book debts statements, statement of ageing analysis of debtor / other receivables) filed by the Company with such



banks or financial institutions are in agreement with the books of accounts of the Company of the respective quarters.

3. The Company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or other parties, during the reporting period, in respect of which;

a)A) According to information and explanations given to us and on the basis of our examination of the records, the Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to subsidiaries, associates and joint ventures during the reporting period, hence the requirement to report under clause 3(iii)(a)(A) of the said Order is not applicable.

a)B) According to information and explanations given to us and on the basis of our examination of the records, the Company has provided loans or advances in the nature of loans to one of the company other than subsidiaries, associates and joint ventures. The aggregate amount of loans and advances given during the reporting period are ` 23.32 Lakhs and the balance outstanding as at the date of balance sheet are ` 343.32 Lakhs.

b) In our opinion, the terms and conditions for grant of loans or advances in the nature of loans and investments made in, during the reporting period, prima facie, not prejudicial to the interest of the Company.

c) In respect of the grants of the loans or advances in the nature of loans by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipt of interest are generally being regular as per the stipulation.

d) There are no amount of loans or advances in the nature of loans granted to the any other entities including subsidiaries, associates and joint venture, which remains overdue for more than ninety days as at date of balance sheet.

e) There are no loans or advances in the nature of loans granted to the companies, firms, limited liability partnerships or any other parties, which has fallen due during the reporting period, that has been renewed or extended or fresh loans granted to settle the over dues of the existing loans given to the same parties.

f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment during the reporting period to companies, firms, limited liability partnerships or any other parties. Hence, the requirement to report under clause 3(iii)(f) of the said Order is not applicable.

The Company has not made any investments in firms and limited liability partnership during the reporting period. Further, the Company has not provided any guarantees or securities or granted any loans or advances in the nature of loans, secured or unsecured to the companies, firms, limited liability partnership or any other parties.

4. In our opinion and according to information and explanations given to us and on the basis of our examination of the records, the Company has complied with the provisions of section 185 and section 186 of the Act, in respect to grant of loans, making investments and providing guarantees and securities, as applicable.

5. The Company has neither accepted any deposits from public nor accepted any amounts, which are deemed to be the deposits of the Company, within the meaning of section 73 to section 76 of the Act or any other relevant provisions and Rules made thereunder, during the reporting period, therefore, the requirement to report under clause 3(v) of the said Order is not applicable.

6. According to the information and explanations given to us and on the basis of our examination of the records of the Company, requirement to report under clause 3(vi) of the said Order is not applicable as the Company's business activities are not covered by the Companies (Cost Records and Audit) Rule, 2014, as amended, time to time.



7. According to the information and explanations given to us and on the basis of our examination of the records of the Company, in respect of statutory dues, we report that;

a) The Company has generally been regular in depositing undisputed statutory dues, including goods and service tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duties of custom, duties of excise, value added tax, cess and other material statutory dues applicable to it with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of goods and service tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duties of custom, duties of excise, cess and other material statutory dues were in arrears as at March 31, 2025, for a period of more than six months from the date they became payable.

b) According to the information and explanation given to us, there are no material statutory dues referred to in sub-clause (a) above which have not been deposited with the appropriate authority on account of any dispute except the following cases:

Name of the Statute	Nature of the Dues	Forum where dispute is pending	Period to which the amount relates	Amount Involved
Securities and Exchange Board of India, 1992 Securities Contracts (Regulations) Act, 1956 SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015	Penalty	Enquiries and Adjudication Department	March 31, 2020	₹ 03.00 Lakhs

8. According to the information and explanation given to us and on the basis of our examination of the record of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the reporting period in the tax assessments under the Income Tax Act, 1961. (43 of 1961)

9.a) In our opinion and according to the information and explanation given to us by the Company, the Company has not defaulted on the repayment of any loans or other borrowings or in the payment of interest thereon to any lender, hence the requirement to report under clause 3(ix)(a) of the said Order is not applicable to the Company.

b) The Company has not been declared a willful defaulter by banks or financial institutions or government or any government authority.

c) The Company has not taken any term loan during the reporting period and there is no unutilized balance of term loan at the beginning of the reporting period, hence the requirement to report under clause 3(ix)(c) of the said Order is not applicable to the Company.

d) On an overall examination of the financial statements of the Company, funds raised on a short - term basis have, prima facie, not been used during the reporting period for long - term purposes by the Company.



e) According to the information and explanation given to us and on the basis of our examination of the record of the Company, we report that, the Company has not taken any funds from any entity or persons on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Companies Act, 2013. Hence, the requirement to report under clause 3(ix)(e) of the said Order is not applicable to the Company.

f) According to the information and explanation given to us and on the basis of our examination on the record of the Company, we report that, the Company has not raised any loans during the reporting period on the basis of pledge of securities held in its subsidiaries, joint ventures or associate companies as defined under the Companies Act, 2013. Hence, the requirement to report under clause 3(ix)(f) of the said Order is not applicable to the Company.

10.a) The Company has not raised money by way of an initial public offer or further public offer (including debt instruments) during the reporting period and hence the requirement to report under clause 3(x)(a) of the said Order is not applicable to the Company.

b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence, the requirement to report under clause 3(x)(b) of the said Order is not applicable to the Company.

11.a) According to the information and explanation given to us and on the basis of examinations of records of the Company, considering the principles of materiality outlined in Standards of Auditing, we report that, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the reporting period.

b) According to the information and explanation given to us and on the basis of examinations of records of the Company, we report that, no report under sub - section (12) of section 143 of the Companies Act, 2013, has been filled in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014, with the Central Government, during the reporting period and up to the date of this report.

c) In our opinion and according to the information and explanation given to us, the Company has not received any complaints from whistle - blowers, hence the requirement to report under clause 3(xi)(c) of the said Order is not applicable to the Company.

12. The Company is not a Nidhi Company as prescribed under section 406 of the Companies Act, 2013, and hence the requirement to report under clause 3(xii) of the said Order is not applicable.

13. According to information and explanations given to us and based on our examination of the records of the Company, all the transactions with related parties are in compliance with section 177 and section 188 of the Companies Act, 2013, wherever applicable and details of such related party transactions have been disclosed in the financial statements, under "*Note No. 40 - the transactions with Related Parties*" as required under Indian Accounting Standards (Ind AS) - 24, "*Related Party Disclosure*" specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014, as amended, time to time.

14.a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

b) We have considered, the internal audit report for the year under audit, issued to the Company during the reporting period and till the date of this report, covering the period up to March 31, 2025, in determining the nature, timing and extent of our audit procedures.

15. In our opinion and according to the information and explanation given to us, during the reporting period, the Company has not entered into any non - cash transactions with its directors, or the persons connected with its directors and hence provisions of section 192 of the Act are not applicable. Hence the requirement to report under clause 3(xv) of the said Order is not applicable.



16.a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934, therefore, the requirement to report under clause 3(xvi)(a) and (b) of the said Order is not applicable to the Company.

b) In our opinion, the Company is not a core investment company (CIC) also there is no CIC within the Group, as defined in the regulation made by the Reserve Bank of India in Core Investment Companies (Reserve Bank) Directions, 2016, and accordingly the requirement to report under clause 3(xvi)(c) and (d) of the said Order are not applicable to the Company.

17. The Company has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year, hence the requirement to report under clause 3(xvii) of the said Order is not applicable.

18. There has been no resignation of the Statutory Auditor of the Company, during the reporting period, hence the requirement to report under clause 3(xviii) of the said Order is not applicable.

19. On the basis of financial ratios disclosed in the notes to financial statements, Refer "Note No. 39", ageing and expected due 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 the Management plans and based on our examination of evidence supporting the assumptions, nothing has come to our attention, which cause 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 as 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 this audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the date of balance sheet, will get discharged by the Company as and when they fall due.

20. The Company does not fall within the purview of the eligibility criteria prescribed under section 135 of the Companies Act, 2013. Accordingly, the provision of clause 3(xx) of the said Order are not applicable to the Company.

For **MANISH N JAIN & CO.**
Chartered Accountants
FRN No. 0138430W

ARPIT AGRAWAL
Partner
Membership No. 175398
UDIN No.: 25175398BMIEJZ2551

Place: Nagpur
Dated: **May 24, 2025**

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

(Referred to in paragraph 2(f) under “Report on the Other Regulatory Requirements” section of our report of even date)

Report on the Internal Financial Controls with reference to the Financial Statements over the 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 with reference to these financial statements of “**PRABHU STEEL INDUSTRIES LIMITED**” (“the Company”) as of **March 31, 2025**, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s Management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to these financial statements based on the internal controls with reference to these financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“the 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 the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these financial statements of the Company 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 ICAI and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to these financial statements. 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 with reference to these financial statements 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 with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls with reference to these financial statements included obtaining an understanding of internal financial controls with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors’ judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls with reference to these financial statements.

Meaning of Internal Financial Controls Over Financial Reporting

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



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

Inherent Limitations of Internal Financial Controls over the Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls with reference to these financial statements and such internal financial controls with reference to these financial statements were operating effectively as at **March 31, 2025**, based on the criteria for internal financial control with reference to these financial statements 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 ("the ICAI").

For **MANISH N JAIN & CO.**
Chartered Accountants
FRN No. 0138430W

Place: Nagpur
Dated: **May 24, 2025**
UDIN No.: **25175398BMIEJZ2551**

ARPIT AGRAWAL
Partner
Membership No. 175398



PRABHU STEEL INDUSTRIES LIMITED				
Balance Sheet as at March 31, 2025				
(Amount ` in Lakhs)				
S. No.	Particulars	Note	31.03.2025	31.03.2024
			(`)	(`)
A	ASSETS			
1	Non - Current Assets			
	Property, Plants and Equipment	2	64.43	69.08
	Other Intangible Assets		-	-
	Capital Work-in-Progress	3	5.55	-
	<u>Financial Assets</u>			
	Investments	4	116.61	116.61
	Loans	5	343.32	320.00
	Other Financial Assets	6	109.50	178.74
	Other Non - Current Assets		-	-
	Current Tax Assets (Net)	7	-	8.98
	Deferred Tax Assets (Net)	8	-	63.54
	Total Non - Current Assets		639.41	756.94
2	Current Assets			
	Inventories	9	170.24	356.47
	<u>Financial Assets</u>			
	Trade Receivables	10	205.47	289.64
	Cash and Cash Equivalents	11A	17.91	10.40
	Other Balances with Banks	11B	-	-
	Loans		-	-
	Other Financial Assets	12	6.68	16.05
	Other Current Assets	13	249.48	91.67
	Total Current Assets		649.78	764.24
	Total Assets		1,289.19	1,521.18
B	EQUITY AND LIABILITIES			
a)	EQUITY			
	Equity Share Capital	14	71.70	71.70
	Other Equity	15	988.21	1,043.95
			1,059.91	1,115.65
b)	LIABILITIES			
1	Non - Current Liabilities			
	<u>Financial Liabilities</u>			
	Borrowings	16	127.65	12.52
	Long - Term Financial Liabilities	17	-	0.07
	Long - Term Provisions		-	-
	Other Non - Current Liabilities	18	-	2.00
	Deferred Tax Liabilities (Net)	8	8.62	-
	Total Non - Current Liabilities		136.27	14.59
2	Current Liabilities			
	<u>Financial Liabilities</u>			
	Borrowings	19	32.82	313.22
	<u>Trade Payables</u>			
	Total Outstanding dues to Micro Enterprises and Small Enterprises	20	-	-
	Total Outstanding dues of Creditors other than to Micro Enterprises and Small Enterprises	20	56.08	54.03
	Other Financial Liabilities	21	3.58	23.68
	Other Current Liabilities		-	-
	Short - Term Provisions		-	-
	Current Tax Liabilities (Net)	22	0.53	-
	Total Current Liabilities		93.01	390.93
	Total Equity and Liabilities		1,289.19	1,521.18



MATERIAL ACCOUNTING POLICIES			
THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS			
AS PER OUR REPORT OF EVEN DATE ATTACHED		FOR AND ON BEHALF OF THE BOARD	
For MANISH N JAIN & CO.		DINESH AGRAWAL	HARISH AGRAWAL
<i>Chartered Accountants</i>		Director	Director
FRN No.: 0138430W		DIN No.: 00291086	DIN No.: 00291083
ARPIT AGRAWAL		AKSHITA AGRAWAL	PRAGYA AGARWAL
Partner		Chief Financial Officer	Company Secretary
Membership No. 175398			
Place: Nagpur			
Dated: May 24, 2025		Place: Nagpur	Place: Nagpur
UDIN No.: 25175398BMIEJZ2551		Dated: May 24, 2025	Dated: May 24, 2025



PRABHU STEEL INDUSTRIES LIMITED				
Statement of Profit and Loss for the year ended on March 31, 2025				
(Amount ` in Lakhs, except earnings per share data)				
S. No.	Particulars	Note	2024 - 2025	2023 - 2024
			(`)	(`)
I	INCOME			
1	Revenue from Operations	23	1,259.32	1,517.37
2	Other Income	24	67.69	21.92
II	Total Income (Total of 1 to 2)		1,327.01	1,539.29
III	EXPENSES			
1	Cost of Materials Consumed		-	-
2	Purchase of Trading Stock	25	1,057.18	1,448.49
3	Changes in Inventories of Finished Goods, Work-in-Progress and Trading Stock	26	186.23	(7.11)
4	Employee Benefits Expense	27	2.19	39.46
5	Finance Costs	28	18.49	28.39
6	Depreciation and Amortization Expenses	29	5.66	8.22
7	Other Expenses	30	33.70	43.08
IV	Total Expenses (Total of 1 to 7)		1,303.45	1,560.54
V	Profit Before Exceptional Item and Tax		23.57	(21.25)
	Exceptional Items	31	-	206.26
VI	Profit Before Tax (PBT)		23.57	185.01
VII	Tax Expenses			
1	Current tax	8	7.15	16.54
2	Deferred tax	8	72.16	52.08
VIII	Total Tax Expenses (Total of 1 to 2)		79.32	68.63
IX	Profit After Tax (PAT) (VI - VIII)		(55.75)	116.38
X	Other Comprehensive Income			
	A) Items that will not be reclassified to the Statement of Profit and Loss			
	a)i) Remeasurement of the defined benefit plans		-	-
	ii) Income tax expenses on the above		-	-
	b)i) Net fair value gain / (loss) on investment in equity instruments through OCI		-	0.09
	ii) Income tax expenses on the above		-	(0.02)
	B) Items that will be reclassified to the Statement of Profit and Loss			
	a)i) Net fair value gain / (loss) on investment in debt instruments through OCI		-	-
	ii) Income tax expenses on the above		-	-
XI	Total Other Comprehensive Income		-	0.07
XII	Total Comprehensive Income for the year (IX + XI)		(55.75)	116.45
XIII	Earnings per Equity Share			
	Basic (In `)	50	(7.78)	16.23
	Diluted (In `)	50	(7.78)	16.23



MATERIAL ACCOUNTING POLICIES		1	
THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS			
AS PER OUR REPORT OF EVEN DATE ATTACHED		FOR AND ON BEHALF OF THE BOARD	
For MANISH N JAIN & CO.		DINESH AGRAWAL	HARISH AGRAWAL
<i>Chartered Accountants</i>		Director	Director
FRN No.: 0138430W		DIN No.: 00291086	DIN No.: 00291083
ARPIT AGRAWAL		AKSHITA AGRAW	PRAGYA AGARWAL
Partner		Chief Financial Off	Company Secretary
Membership No. 175398			
Place: Nagpur			
Dated: May 24, 2025		Place: Nagpur	Place: Nagpur
UDIN No.: 25175398BMIEJZ2551		Dated: May 24, 20	Dated: May 24, 2025



PRABHU STEEL INDUSTRIES LIMITED			
Statement of Cash Flows for the year then ended March 31, 2025			
(Amount ` in Lakhs)			
S. No.	Particulars	31.03.2025	31.03.2024
		(`)	(`)
A)	Cash Flow from Operating Activities		
	Net Profit / (Loss) Before Tax for the year as per the Statement of Profit and Loss	23.57	185.01
	<u>Adjustments For:</u>		
	Depreciation and Amortization Expenses	5.66	8.22
	Interest Income	(59.57)	(20.84)
	Dividend Income	(0.13)	(0.08)
	Rental Income	(6.00)	(1.00)
	Finance Costs	18.49	28.39
	(Surplus) / Loss on Disposal of Non - Current Investments	-	0.09
	(Surplus) / Loss on Disposal of Property, Plants and Equipments	-	(206.26)
	Provision for Unsecured Doubtful Debts and Advances	7.43	2.51
	Operating Profit before Working Capital Changes	(10.54)	(3.96)
	<u>Adjustments For:</u>		
	(Increase) / Decrease in Inventories	186.23	(7.11)
	(Increase) / Decrease in Trade Receivables	76.74	67.34
	(Increase) / Decrease in Loans	(23.32)	(275.39)
	(Increase) / Decrease in Other Financial Assets	6.77	(5.94)
	(Increase) / Decrease in Other Current Assets	(157.81)	(44.39)
	Increase / (Decrease) in Short - Term Borrowings	(280.41)	(69.57)
	Increase / (Decrease) in Trade Payables	2.05	(61.39)
	Increase / (Decrease) in Other Financial Liabilities	(20.17)	19.48
	Increase / (Decrease) in Other Current Liabilities	-	(0.04)
	Cash Generated from Operating Activities	(220.45)	(380.97)
	Income Tax Paid (Net of Refund)	2.35	(18.16)
	Net Cash Generated / (Used) from Operating Activities	(218.10)	(399.13)
B)	Cash Flow from Investing Activities		
	Investment in Property, Plants and Equipments (Net of Disposal)	(1.01)	206.17
	(Increase) / Decrease in Capital Work in Progress	(5.55)	-
	(Increase) / Decrease in Non - Current Investments (Net)	-	(0.16)
	Purchase of Term Deposits (Net)	71.84	(7.45)
	Liabilities towards Capital Expenditures	(2.00)	-
	Interest Income	59.57	20.84
	Dividend Income	0.13	0.08
	Rental Income	6.00	1.00
	Net Cash Generated / (Used) from Investing Activities	128.97	220.49
C)	Cash Flow from Financing Activities		
	Proceeds from Fresh Issue of Equity Shares	-	-
	Proceeds / (Repayments) from Non - Current Borrowings	115.13	(1.06)
	Finance Costs	(18.49)	(28.39)
	Net Cash Received / (Used) from Financing Activities	96.64	(29.45)



(D)	Net Increase / (Decrease) in Cash and Cash Equivalents (A + B + C)	7.51	(208.09)
(E)	Cash and Cash Equivalents at the beginning of the period	10.40	218.49
(F)	Cash and Cash Equivalents at the end of the period	17.91	10.40
(G)	Increase / (Decrease) in Cash and Cash Equivalents (G = F - E)	7.51	(208.09)
Note:			
a)	Cash and Cash Equivalents Comprises of:		
S. No.	Particulars	31.03.2025 (₹)	(Amount ` in Lakhs) 31.03.2024 (₹)
1	Balances with Banks		
	i) Current Accounts	11.71	4.56
	ii) Debit Balance in Overdraft Accounts	3.92	-
2	Cash-in-Hand	2.28	5.84
3	Cash and Cash Equivalents (Total of 1 to 2)	17.91	10.40
MATERIAL ACCOUNTING POLICIES			
1			
THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS			
AS PER OUR REPORT OF EVEN DATE ATTACHED		FOR AND ON BEHALF OF THE BOARD	
For MANISH N JAIN & CO. Chartered Accountants FRN No.: 0138430W		DINESH AGRAWAL Director DIN No.: 00291086	HARISH AGRAWAL Director DIN No.: 00291083
ARPIT AGRAWAL Partner Membership No. 175398		AKSHITA AGRAWAL Chief Financial Officer	PRAGYA AGARWAL Company Secretary
Place: Nagpur Dated: May 24, 2025 UDIN No.: 25175398BMIEJZ2551		Place: Nagpur Dated: May 24, 2025	Place: Nagpur Dated: May 24, 2025

**Notes to the Financial Statements for the year then ended on March 31, 2025****Corporate Information**

PRABHU STEEL INDUSTRIES LIMITED ("the Company") (CIN No. L28100MH1972PLC015817) is a Public Limited Company, domiciled and incorporated in India, under the provisions of Companies Act, 1956. The Registered office of the Company is situated at, Plot No. 158 Small Factory Area, Bagadganj Nagpur Maharashtra, India, 440008. The books of accounts and other related documents and information are maintained at the Registered Office of the Company, as mentioned above. The Company's shares are listed on "*Bombay Stock Exchange*" (BSE) and Calcutta Stock Exchange (CSE).

The Company is primarily engaged in the business of selling and distribution and trading of Iron and Steel.

The Board of Directors approved the Financial Statements for the year ended March 31, 2025, and authorized for issue on May 24, 2025.

1. MATERIAL ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS**MATERIAL ACCOUNTING POLICIES****BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

These Financial Statements are the separate financial statements of the Company (also called as "Financial Statements") prepared in accordance with Indian Accounting Standard ("Ind AS") as notified under section 133 of the Companies Act, 2013 ("the Act") read together with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standard) Rule, 2016, as amended, time to time. The preparation and presentation of the Financial Statements is based on the Indian Accounting Standards (Ind AS), Division - II of the Schedule - III of the Companies Act, 2013.

Entity specific disclosure of material accounting policies, where the Indian Accounting Standards permits options are disclosed hereunder.

The Company's management and the Board of Director has assessed the materiality of the accounting policy information, which involves exercising judgements and considering both qualitative and quantitative factors taking into account not only the size and nature of the items or conditions but also the characteristics of the transactions, events or conditions that could make the information more likely to impact the decisions of the users of the Financial Statements.

Entity's conclusion that an accounting policy is immaterial does not affect the disclosures requirements set out in the Indian Accounting Standards.

The Company adopted Ind AS from April 01, 2016. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policies hitherto adopted. These Financial Statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between the market participants at the measurement date.

The Statement of Cash Flows has been prepared under indirect method, whereby the profit and loss are adjusted for the effect of transactions of a non-cash nature, any deferrals and accruals or future operating cash receipts or payments and items of income and expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid instruments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

The Company's Financial Statements are prepared and presented in Indian Rupee (₹) in Lakhs, which is also the functional currency for the Company. All amounts have been rounded off to the nearest (₹) in Lakhs up to two decimals, except when otherwise specified.

1.2 APPLICATION OF NEW ACCOUNTING PRONOUNCEMENTS



Ministry of Corporate Affairs (the “MCA”) notifies the new standards or amendments to the existing standards under the Companies (Indian Accounting Standard) Rule, as issued from time to time. For the period ended March 31, 2025, MCA has notified amendments to Ind AS - 116, “Lease”, relating to the sale and leaseback transactions, which is applicable to the Company w.e.f. April 01, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it is not likely to have any significant impact in its Financial Statements.

1.3 CURRENT AND NON - CURRENT CLASSIFICATION

The Company presents the assets and liabilities in the balance sheet based on current / non-current classification. An assets or liabilities are classified as current when it satisfies any of the following criteria:

- i) The assets / liabilities are expected to be realized / settled in the Company’s normal operating cycle.
 - ii) The assets are intended for sales or consumption.
 - iii) The assets / liabilities are held primarily for the purpose of trading.
 - iv) The assets / liabilities are expected to be realized / settled within twelve months after the end of reporting date.
 - v) The assets are cash or cash equivalents unless they are restricted from being exchanged or used to settle liabilities for at least twelve months after the reporting period.
 - vi) In the case of liabilities, the Company does not have an unconditional right to defer the settlement of the liabilities for at least twelve months after the reporting date.
- All other assets and liabilities are classified as non-current.

For the purpose of current / non-current classification of assets and liabilities, the Company has ascertained its operating cycle as twelve months (12 months). This is based on the nature of services and the time between the acquisition of the assets or inventories for processing and their realization in cash and cash equivalents.

1.4 SUMMARY OF MATERIAL ACCOUNTING POLICIES

a) Property, Plants and Equipment **Measurement at Recognition**

An item of property, plants and equipment that qualifies as assets is measured on the initial recognition at cost. Following the initial recognition, item of property, plants and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses, *if any*. The Company identifies and determines cost of each part of an item of property, plants and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plants and equipment and has useful life that is materially different from that of the remaining items.

The cost of an item of property, plants and equipment comprises of its purchase price net of discounts, if any, including import duties and other non - refundable purchase taxes or levies, directly attributable cost of bringing the assets to its present location and working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, *if any*. Cost includes the cost of replacing a part of the plants and equipment, if the recognition criteria are met. Expenses directly attributable to new manufacturing facilities during its construction period are capitalized if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plants and machinery are capitalized under the relevant heads of property, plants and equipment, if the recognition criteria are met. When the significant parts of property, plants and equipment are required to be replaced at periodical intervals, the Company recognizes such part as individual assets with specific useful lives and depreciates them accordingly.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any components accounted for as a separate asset is de-recognized when replaced.

All the costs, including administrative, financing and general overhead expenses, as are specifically attributable to construction of a specific projects or to the acquisition of a property, plants and equipment or bringing it to its present location and working condition, is include as a part of the cost of construction of the project or as a part of the cost of property, plants and equipment, till the commencement of its commercial production. Any adjustments arising from exchange rate variations attributable to the property, plants and equipment are capitalized as aforementioned.



Borrowing costs relating to the acquisition / construction of property, plants and equipment which takes the substantial period of time to get ready for its intended use are also included in the cost of property, plants and equipment / cost of constructions to the extent they relate to the period till such property, plants and equipment are ready to be put to use.

Any subsequent expenditure related to an item of property, plants and equipment is added to its book value only and only if it increases the future economic benefits from the existing assets beyond its previously assessed standard of performance.

Any items such as spare parts, stand by equipment and servicing equipment that meet the definitions criteria of the property, plants and equipment are capitalized at cost and depreciated over the useful life of the respective property, plants and equipment. Cost in the nature of repairs and maintenances are recognized in the statement of profit and loss as and when incurred.

Capital Work-in-Progress and Capital Advances

Cost of property, plants and equipment not ready for intended use, as at the balance sheet date, is shown as a “*Capital Work-in-Progress*”. The capital work-in-progress is stated at cost. Any expenditure in relation to survey and investigation of the properties is carried out as capital work-in-progress. Such expenditure is either capitalized as cost of the projects on completion of construction project or the same is expensed in the period in which it is decided to abandon such projects. Any advances given towards acquisition of property, plants and equipment outstanding at each balance sheet date are disclosed as “*Other Non - Current Assets*”.

The Company has elected to consider the carrying value of all its property, plants and equipment appearing in its financial statements and used the same as deemed cost in the opening Ind AS Balance Sheet prepared at April 01, 2016.

Depreciation

Depreciation on each part of property, plants and equipment are provided to the extent of the depreciable amount of the assets on the basis of “*Written Down Method (WDV)*” on the useful lives of the tangible property, plants and equipment as estimated by the Company’s management and is charged to the statement of profit and loss, as per the requirement of *Schedule - II to the Companies Act, 2013*. The estimated useful lives of the property, plants and equipment have been assessed based on the technical advice, which is considered in the nature of the property, plants and equipment, the usage of the property, plants and equipment, expected physical wear and tear of the such property, plants and equipment, the operating conditions, anticipated technological changes, manufacturer warranties and maintenance support of the property, plants and equipment etc.

When the parts of an item of the property, plants and equipment have different useful lives, they are accounted for as a separate item (major components) and are depreciated over their useful lives or over the remaining useful lives of the principal property, plants and equipment, whichever is less.

The useful lives of the items of property, plants and equipment as estimated by the Company’s management is mentioned below:

S. No.	Name of Property, Plants and Equipment	Useful Life (In Years)
1.	Factory Building	30 Years
2.	Building (Other than Factory Building)	60 Years
3.	Plant and Machineries	15 Years
4.	Furniture and Fixtures	10 Years
5.	Office Equipment	05 - 10 Years
6.	Computer and Other Data Processing units	3 Years
7.	Motor Vehicles	8 - 10 Years
8.	Electrical Installation and Other Equipment	10 Years



The Company based on technical assessment made by the technical experts and the Company's management estimate, depreciate certain items of property, plants and equipment over the estimated useful lives which are different from the useful lives as prescribed under *Schedule - II of the Companies Act, 2013*. The Company's management believes that the useful lives as given above are best to represent the period over which Company's management expects to use these property, plants and equipment.

Freehold land is not depreciated. Leasehold land and their improvement cost are amortized over the period of the lease.

The useful lives, residual value of each part of an item of property, plants and equipment and method of depreciation is reviewed at the end of each reporting period, *if any*, of these expectations differ from the previous estimates, such change is accounted for as a change in accounting estimate and adjusted prospectively, if appropriate.

Derecognition

The carrying amount of an item of property, plants and equipment and other intangible assets are derecognized at disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from de-recognition of the property, plants and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized in the statement of profit and loss, as and when the assets are de-recognized.

b) Intangible Assets

Measurement at Recognition

Intangible assets acquired separately measured on the initial recognition at cost. Intangible assets arising on the acquisition of businesses are measured at fair value as at the date of acquisition. Internally generated intangible assets including research costs are not capitalized and the related expenditure is recognized in the Statement of Profit and Loss in the period in which the expenditure is incurred. Following the initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, *if any*.

Amortization

Intangible assets with the finite lives are amortized on a "*Straight Line Basis*" over the estimated useful economics lives of such intangible assets. The amortization expenses on intangible assets with the finite lives are recognized in the Statement of Profit and Loss.

The amortization period and the amortization method for intangible assets with the finite useful lives are reviewed at the end of each financial year. If any of these expectations differ from the previous estimates, such changes are accounted for as a change in an accounting estimate and adjusted prospectively, if appropriate.

Derecognition

The carrying amount of an intangible assets is derecognized at disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an intangible assets is measured as the difference between the net disposal proceeds and the carrying amount of the intangible assets and is recognized in the Statement of Profit and Loss, as and when such assets are de-recognized.

c) Impairment

Assessment for impairment is done at each Balance Sheet date as to whether there is any indication that a non-financial asset may be impaired. Assets that have an indefinite useful life, are not subject to amortization and are tested for impairment annually and whenever there is an indication that the assets may be impaired.

Assets that are subject to depreciation and amortization and assets representing investments in subsidiary and associate companies are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environments.

The Company assesses at each reporting date, whether there is an indication that assets may be impaired, if any indication exists based on internal or external factors, or when Annual impairment testing for assets is required, the Company estimates the asset's recoverable amount. Where the carrying amount of the assets or its cash generating unit (CGU) exceeds its recoverable amount, the assets are considered impaired and written



down to its recoverable amount. The recoverable amount is greater of the fair value less cost to sell and value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax rate that reflects current market rates and the risk specific to the assets. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the assets belong. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an assets in an arm's length transactions between knowledgeable, willing parties, less cost of disposal. After the impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful lives.

Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exists or has decreased. However, the increase in the carrying amount of assets due to the reversal of an impairment loss is recognized to the extent it does exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized for the assets in the prior years.

Impairment losses, if any, are recognized in the Statement of Profit and Loss and included in depreciation and amortization expense. Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

d) Revenue Recognition

Revenue from Contracts with Customers

Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured in the amount of transaction price (net of variable consideration on accounts of various discounts and schemes offered by the Company as a part of the Contracts) allocated to that performance obligation. These variable considerations are estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Sale of Products

Revenue from sales of goods is recognized, when control on the goods has been transferred to the customers. The performance obligation in the case of sale of goods is satisfied at a point in time i.e. when the material is shipped to the customers or delivery to the customers as may be specified in the contracts with them.

Sales (Gross) excludes Goods and Service Tax (GST) and is a net of discounts and incentives to the customers.

Sale of Services

Revenue from sales of service is recognized over the period of time by measuring the progress towards satisfaction of performance obligation for the service rendered. The revenue is recognized based on the agreements / arrangements with the customers as the service is performed and based on the satisfaction of performance obligation.

Advances from customers are recognized under "Other Current Liabilities" and released to revenue on satisfaction of performance obligation.

Interest

Revenue from interest income is recognized using the effective interest method. Effective interest rate (EIR) is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instruments or a shorter period, where appropriate, to the gross carrying amount of the financial assets or to the amortized cost of financial liabilities.

Other Income

Other items of income are recognized as and when the right to receive such income arises and it is probable that the economic benefits will flows to the Company and the amount of income can be measured reliably.

**e) Inventories**

Raw material, work-in-progress, finished goods, packing material, stores and spares, components, consumables and trading stock are carried at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written - down below cost, if the finished goods in which they will be incorporated are expected to be sold at or above costs. The comparison of costs and net realizable value is made on an item-by-item basis. In determining the cost of raw materials, work-in-progress, finished goods, packing materials, stores and spares, components and trading stock, "First-in-First-out" method is used. Cost of inventories comprises all costs of purchase, non-refundable duties and taxes, cost of conversion including an appropriate share of fixed and variable production overheads and all other costs incurred in bringing the inventory to its present location and conditions. "Net Realizable Value" is the estimated selling price of inventories in the ordinary course of business, less estimated costs of completion and estimated cost necessary to make the sales of the products.

The Company considers factors like estimated shelf life, product discontinuances and aging of inventory in determining the provision for slow moving, obsolete and other non-saleable inventory and adjust the inventory provision to reflect the recoverable value of the inventory.

f) Financial Instruments

A financial instrument is in any contract that gives rise to the financial assets of one entity and financial liabilities or equity instruments of another entity.

Financial Assets**Initial Recognition and Measurements**

The Company recognizes financial assets in its Balance Sheet as and when it becomes party to the contractual provisions of the instruments. All the financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial assets. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Where the fair value of a financial assets at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition, if the fair value is determined through a quoted market price in an active market for identical assets (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants taken into account, when pricing the financial assets.

Subsequent Measurements

For subsequent measurements, the Company classifies financial assets in accordance with the below criteria:

- i) The Company's business model for managing the financial assets and
- ii) The contractual cash flows characteristics of the financial assets.

Based on the above criteria, the Company classifies its financial assets into the following categories:

- i) Financial assets measured at amortized costs
- ii) Financial assets measured at fair value through other comprehensive income (FVTOCI)
- iii) Financial assets measured at fair value through profit or loss (FVTPL)

Financial Assets measured at Amortized Costs

A financial asset is measured at the amortized costs if both the following conditions are met:

- a) The Company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and



b) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash receipts are discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amounts and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial assets over the relevant period of the financial assets to arrive at the amortized costs at each reporting date. The corresponding effect of the amortization, under effective interest method is recognized as interest income over the relevant period of the financial assets. The same is included under "*Other Income*" in the Statement of Profit and Loss. The amortized costs of financial assets are also adjusted for loss allowance, if any.

Financial Assets measured at FVTOCI

A financial asset is measured at FVTOCI if both of the following conditions are met:

- a) The Company's business model objective for managing the financial assets is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to certain investments in debt instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income and impairment losses and its reversals in the Statement of Profit and Loss.

On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI, is reclassified from equity to Statement of Profit and Loss.

Further, the Company, through an irrevocable election at initial recognition, has measured certain investments in equity instruments at FVTOCI. The Company has made such election on an instrument-by-instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognized under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognized in other comprehensive income. However, the Company recognizes dividend income from such instruments in the Statement of Profit and Loss, when the right to receive such payment is established, it is probable that the economic benefits will flow to the Company and the amount can be measured reliably.

On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

Financial Assets measured at FVTPL

A financial asset is measured at FVTPL unless it is measured at amortized costs or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the statement of profit and loss.

Derecognition

A financial asset (or, where applicable, a part of a financial assets or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's Balance Sheet) when any of the following occurs:

- i) The contractual rights to cash flows from the financial assets expire;
- ii) The Company transfers its contractual rights to receive cash flows of the financial assets and has substantially transferred all the risks and rewards of ownership of the financial asset;



iii) The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a “*pass-through*” arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial assets);

iv) The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial assets.

In cases, where the Company has neither transferred nor retained substantially all the risks and rewards of the financial assets, but retains control of the financial assets, the Company continues to recognize such financial assets to the extent of its continuing involvement in the financial assets. In that case, the Company also recognizes an associated liability. The financial assets and the associated liabilities are measured on a basis that reflects the rights and obligations that the Company has retained.

On de-recognition of financial assets, (except as mentioned in above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of Financial Assets

The Company applies expected credit losses (ECL) model for measurements and recognition of loss allowance on the following:

i) Trade receivables

ii) Financial assets measured at amortized costs (other than trade receivables)

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

In the case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance. In the case of other assets (listed as ii and iii above), the Company determines, if there has been a significant increase in credit risk of the financial assets since the initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to twelve months ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial assets improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on twelve months ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expected to receive (i.e., all cash shortfalls), discounted at the original effective interest rate. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of financial assets. Twelve months ECL is a portion of the lifetime ECL which results from default events that are possible within twelve months from the reporting date.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL impairment loss allowance (or reversal) recognized during the reporting period are recognized as income / expense in the statement of profit and loss under the head “*Other Expenses*”.

Financial Liabilities

Initial Recognition and Measurements

The Company recognizes financial liabilities in its balance sheet when it becomes party to the contractual provisions of the instruments. All financial liabilities are recognized initially at fair value, in the case of



financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liabilities.

Where the fair value of a financial liabilities at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition, if the fair value is determined through a quoted market price in an active market for identical assets (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss, only to the extent that such gain or loss arises, due to a change in factor that market participants take into account when pricing the financial liabilities.

Subsequent Measurements

All the financial liabilities of the Company are subsequently measured at amortized costs using the effective interest method.

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liabilities over the relevant period of the financial liabilities to arrive at the amortized costs at each reporting date. The corresponding effects of the amortization, under effective interest method are recognized as interest expense over the relevant period of the financial liabilities. The same is included under finance costs in the Statement of Profit and Loss.

Derecognition

A financial liability is de-recognized when the obligation under the liabilities is discharged or cancelled or expires. When existing financial liabilities are replaced by another from the same lender on substantially different terms, or the terms of an existing liabilities are substantially modified, such an exchange or modification are treated as the de-recognition of the original liabilities and the recognition of a new liabilities. The difference between the carrying amount of the financial liabilities de-recognized and the consideration paid is recognized in the Statement of Profit and Loss.

Offsetting of Financial Assets and Financial Liabilities

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet, if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

g) Fair Value

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the assets or transfer the liabilities takes place either:

- * In the principal market for the assets or liabilities, or
- * In the absence of a principal market, in the most advantageous market for the assets or liabilities.

All the assets and liabilities for which fair value is measured or disclosed in the Financial Statements are categorized within fair value hierarchy that categorizes into three levels, described are as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly;



Level 3 - Inputs that are unobservable for the assets or liabilities.

For assets and liabilities that are recognized in the Financial Statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

h) Taxes on Income

Tax expense comprises current tax and deferred income tax. Tax expenses are the aggregate amount included in the determination of profit or loss for the reporting period current tax and deferred income tax. Tax expenses are recognized in the Statement of Profit and Loss, except to the extent that it relates to the items recognized in the other comprehensive income or in the equity. In that case, tax is also recognized in other comprehensive income or equity.

Current income tax is the amount of income tax payable in respect of taxable profit for the reporting period. Taxable profit differs from "*Profit Before Tax*" as reported under the Statement of Profit and Loss because of item of expenses or income that are taxable or deductible in other years and items that are never taxable or deductible under Income Tax Act, 1961.

Current tax assets and liabilities are measured by using the tax rates that have been enacted by the end of the reporting period for the amounts expected to be recovered from or paid to the income tax authorities. Current tax also includes any adjustment amount to tax payable / receivable in respect of previous reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961 and their carrying amounts. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are generally recognized for all deductible and taxable temporary differences. However, in the case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profits nor the accounting profits or does not give rise to equal taxable and deductible temporary difference, deferred tax assets and liabilities are not recognized. Also, for temporary differences, if any, that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences, and any unused tax losses and unused tax credits, to the extent, it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In the case of temporary differences that arise from initial recognition of assets or liabilities in a transaction that affect neither the taxable profits nor the accounting profits, deferred tax assets are not recognized.

The carrying amount of deferred tax assets / liabilities are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all such deferred tax assets to be utilized. Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Uncertain Tax Positions

The Company's management periodically evaluates the positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and consider whether it is probable that a taxation authority will accept uncertain tax treatments. The Company reflects the effect of uncertainty for each uncertain tax treatment by using one of two methods, the expected value method (the sum of the possibility - weighted amounts in range of possible outcomes) or the most likely amount (single most likely amount method in a range of possible outcomes), depending on which is expected to better predict the resolution of the uncertainty. The Company applies consistent judgments and estimates, if an uncertain tax treatment affects both the current and deferred income tax.

Presentation

Current tax and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income, in which case, the current tax and deferred tax income / expense are recognized in other comprehensive income.



The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the assets and settle the liabilities simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset, if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

i) Lease

A lease is classified at the inception date as finance lease or an operating lease. A lease that transfers substantially all the risk and rewards incidental to the ownership of the Company is classified as a finance lease. All other lease is classified as operating lease.

The Company as a Lessee

a) Operating Lease: Rental payable under the operating lease is charged to the Statement of Profit and Loss on a "*Straight - line*" basis over the term of the relevant lease except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

b) Finance Lease: Finance leases are capitalized at the commencement of the lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liabilities for the lessor are included in the Balance Sheet as a finance lease obligation. Lease payments are appropriated between finance expenses and the reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liabilities. Finance expenses are charged directly against the income over the period of the lease unless they are directly attributable to the qualifying assets, in which case they are capitalized. Contingent rental is recognized as an expense in the period in which they are incurred.

A leased asset is depreciated over the useful lives of the assets, however, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the assets are depreciated over the shorter of the estimated useful lives of the assets and the lease terms.

The Company as a Lessor:

Lease payments under operating leases are recognized as an income on a straight-line basis in the Statement of Profit and Loss over the lease term except where the lease payments are structured to increase in line with expected general inflation. The respective leased assets are included in the balance sheet based on their nature.

j) Borrowing Costs

Borrowing cost include the interest, commitments charges on bank borrowings, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

Borrowing costs, if any, that are directly attributable to the acquisition or constructions or production of qualifying property, plant and equipment are capitalized as a part of cost of that property, plant and equipment until such time that the assets are substantially ready for their intended use. Qualifying assets are assets which take a substantial period of time to get ready for the intended use or sale.

When the Company borrows the funds specially for the purpose of obtaining the qualifying assets, the borrowing costs incurred are capitalized with the qualifying assets. When the Company borrows fund generally and uses them for obtaining a qualifying asset, the capitalization of borrowing costs is computed on weighted average cost of general costs that are outstanding during the reporting period and used for acquisition of the qualifying assets. Capitalization of the borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for intended use are complete.

Other borrowing costs are recognized as expenses in the period in which they are incurred. Any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

k) Employee Benefits

Short-Term Employee Benefits

All the employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related services. The Company recognizes the undiscounted amount of short-term employee benefits expected to be



paid in exchange for services are rendered as a liability (accrued expense) after deducting any amount already paid.

Post - Employment Benefits

a) Defined Contribution Plans

Defined contribution plans are employee state insurance scheme and Government administrated pension fund scheme for all the applicable employees and superannuation scheme for all the eligible employees, who met eligible criteria. The Company's contribution to defined contribution plans is recognized in the Statement of Profit and Loss in the reporting period to which they relate.

i) Recognition and Measurement of Defined Contribution Plans

The Company recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss, when the employees render services to the Company during the reporting period. If the contributions payable for services received from employees before the reporting date exceed the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

b) Defined Benefits Plans

i) Gratuity

The Company operates a defined benefits plan for its employees. The Company pays the gratuity to employee whoever has completed its five years of service with the Company at the time of retirement or resignation or superannuation. The gratuity is paid @ 15 Days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The liabilities in respect of gratuity are calculated using "*Project Unit Credit Method*" and spread over the period during which the benefits are expected to be derived from employee services. The remeasurements of defined benefits plan in respect of post-employments are charged to the other comprehensive income (OCI).

ii) Provident Fund Scheme

Provident fund is defined contribution plan covering certain eligible employees. The Company and the eligible employees make a monthly contribution to the provident fund maintained by the regional provident fund commissioners equal to the specified percentage of the basic salary of the eligible employees as per the scheme. The contributions to the provident fund are charged to the Statement of Profit and Loss for the period when the contributions are due.

Recognition and Measurement of Defined Contribution Plans

The cost of providing defined benefits is determined using the "*Projected Unit Cash Credit*" method with actuarial valuations being carried out at each Balance Sheet date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, *if any*. Any defined benefit assets (negative benefit defined obligations resulting from these calculations) are recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on defined benefit liabilities / (assets) are recognized in the Statement of Profit and Loss. Remeasurement of the net defined benefits liabilities/ (assets) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liabilities /assets), are recognized in other comprehensive income. Such remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

Past service cost is recognized immediately to the extent that the benefits are already vested, else is amortized on a straight-line basis over the average period until the amended benefits become vested. Actuarial gain or



losses in respect of the defined benefits plan are recognized in the Statement of Profit and Loss in the year in which they arise.

The Company presents the above liabilities as current and non-current in the balance sheet as per the actuarial valuation by the independent actuary.

The Company generally operates with the policy to hire the outsourcing man power supply agencies, thus the total employee strength of the Company is below the threshold limit as prescribed under the Payment of Gratuity Act, 1972 and Employee Provident Fund Act and Miscellaneous Provision Act, 1952. Hence, the said Act is not applicable in the case of the Company. The cost of providing defined benefits is determined using the "*Projected Unit Cash Credit method*" with actuarial valuations being carried out at each balance sheet date. The defined benefit obligations recognized in the balance sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, *if applicable*. Any defined benefit assets (negative benefit defined obligations resulting from these calculations) are recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, *if any*, and net interest on defined benefit liabilities / (assets) are recognized in the statement of profit and loss. Re-measurements of the net defined benefits liabilities / (assets) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liabilities / assets), are recognized in other comprehensive income. Such re-measurements are not reclassified to the statement of profit and loss in the subsequent periods.

Past service cost is recognized immediately to the extent that the benefits are already vested, else is amortized on a straight-line basis over the average period until the amended benefits become vested. Actuarial gain or losses in respect of the defined benefits plan are recognized in the statement of profit and loss in the year in which they arise.

The Company presents the above liabilities as current and non-current in the balance sheet as per the actuarial valuation by the independent actuary.

The Company generally operates with the policy to hire the outsourcing man power supply agencies, thus the total employee strength of the Company is below the threshold limit as prescribed under the Payment of Gratuity Act, 1972 and Employee Provident Fund Act and Miscellaneous Provision Act, 1952. Hence, the said Act is not applicable in the case of the Company.

l) Earnings per Share

The Company reports the basic and diluted Earnings per Share (EPS) in accordance with Ind AS - 33, "*Earnings per Share*". Basic EPS is computed by dividing the net profit or loss attributable to the equity shareholders of the Company for the period by the weighted average number of Equity shares outstanding during the period.

Diluted EPS is computed by dividing the net profit or loss attributable to the equity shareholders for the period by the weighted average number of Equity shares outstanding during the period as adjusted for the effects of all potential Equity shares, except where the results are anti-dilutive.

The weighted average number of Equity shares outstanding during the period is adjusted for events such a bonus Issue, bonus elements in right issue, share splits, and reverse share split (consolidation of shares) that have changed the number of Equity shares outstanding, without a corresponding change in resources.

m) Provisions and Contingencies

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

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

A disclosure for contingent liabilities is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.



A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as Contingent Liabilities.

n) Exceptional Items

Exceptional items are disclosed separately in the financial statements, where it is necessary to do so to provide further understanding of the financial performance of the Company. These are the material items of income or expenses that have shown separately due to their nature and incidence. An ordinary item of income or expense which by its size, nature, occurrence or incidence requires a disclosure in order to improve understanding of the performance of the Company is treated as an exceptional item in the Statement of Profit and Loss. During the previous reporting period, the Company has disposed of one of its Leasehold Land situated at the "Small Factory Area, Nagpur, disposal of the same has not impacted the Company's ability to continue as going concern." (Refer "Note No. 31" for further reference).

o) Event after Reporting Date

Adjusting events are those events that provides further evidence of conditions that existed at the end of the reporting period. The Financial Statements are adjusted for such events before authorization for issue. Non-adjusting events are those events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the end of the reporting period are not accounted, but disclosed if material.

All the events occurring after the balance sheet date up to the date of the approval of the Financial Statement of the Company by the board of directors on **May 24, 2025**, have been considered, disclosed and adjusted, wherever applicable, as per the requirement of Indian Accounting Standards.

p) Cash Flow Statements

Cash flows statements are reported using the method set out in the Ind AS - 7, "*Cash Flow Statements*" and is prepared by using indirect method adjusting the net profit / (losses) before tax excluding exceptional items for the effect of:

- i) Changes during the period in inventories and other operating receivables and payables;
- ii) Non-cash items such as depreciation, provisions, unrealized foreign currency gain / (losses); and
- iii) all other items for which the cash effects are investing and financing cash flows.

The cash flows from operating, investing and financing activities of the Company are segregated. The cash and cash equivalents (including balances with banks), shown in the Statement of Cash Flows exclude items, which are not available for general use as at the date of Balance Sheet.

q) Cash and Cash Equivalents

Cash and cash equivalents include cash and cheques-in-hand, balances with banks and demand deposits with banks where the original maturity is three months or less and other short-term highly liquid investments net of bank of overdrafts which are repayable on demand as these from an integral part of the Company's cash management.

r) Commitments

Commitments are the future liabilities for contractual expenditure, classified and disclosed as follows:

- i) estimated amounts of contracts remaining to be executed on capital account and not provided for;
- ii) other non-cancellable commitment, if any, to the extent they are considered material and relevant in the opinion of the Company's management.

Other commitments related to sales / procurements made in the normal course of business are not disclosed to avoid the excessive details.

1.5 RECENT ACCOUNTING PRONOUNCEMENT



Ministry of Corporate Affairs ("the MCA") notifies new standards or amendments to the existing standards under the Companies (Indian Accounting Standard) Rules as issued from time to time. For the period March 31, 2024, the MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

1.6 KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the Company's Financial Statements is in conformity with the Ind AS, which requires the Company's managements to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of the assets, liabilities, incomes and expenses (including the contingent liabilities) and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities effected in future periods. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revision to accounting estimates is recognized in the period in which the estimates are revised and in any future periods affected.

The key assumptions concerning the future and other key resources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amount of the assets and liabilities within the next financial year, are described as follow:

- a) **Income Tax:** The Company's tax jurisdiction is in India. Significant judgments are involved in estimating budgeted profits for the purpose of paying advance tax, determining the income tax provisions, including the amount expected to be paid / recovered for uncertain tax provisions (Refer "Note No. 8").
- b) **Property, Plants and Equipment:** Property, plants and equipment represent a significant proportion of the assets base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company assets are determined by the Company's management at the time the assets are acquired and reviewed periodically, including at each financial year end. The useful lives of each of these assets are based on the life prescribed in Schedule II to the Companies Act, 2013 or based on the technical estimates, taken into the account the nature of the assets, estimated usage, expected residual values and operating conditions of the assets. The useful lives are based on historical experience with the similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the assets.
- c) **Defined Benefits Obligations:** The costs of providing gratuity and other post-employment benefits are charged to the statement of profit and loss in accordance with *Ind AS - 19, "Employee Benefits"* over the period during which benefit is derived from the employees' services. It is determined by using the actuarial valuation and assessed on the basis of assumptions selected by the Company's management. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. Due to complexities involved in the valuation and its long-term in nature, a defined benefit obligation is highly sensitive to change in these assumptions. All assumptions are reviewed at each balance sheet date by the Company's Management.
- d) **Fair Value measurements 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 valuation techniques, including the discounted cash-flow model, which involve various judgments and assumptions. The input to these models is taken from observable markets wherever possible, where this is not feasible, a degree of judgements is required in establishing fair value. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of the financial instruments.
- e) **Recoverability of Trade Receivables:** Judgment is required in assessing the recoverability of overdue trade receivables and determining whether a provision is against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payments.



- f) **Provisions and Contingent Liabilities:** The Company's management estimates the provision that have present obligation as a result of past events, and it is probable that outflow of resources will be required to settle the obligation. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Company uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the controls of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount can't be made. Contingent assets are neither recognized nor disclosed in the Financial Statements.

- g) **Impairment of Financial and Non - Financial Assets:** The impairment provision of financial assets is based on the assumptions about the risk of default and expected cash loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market conditions as well as forward looking estimates at the end of the reporting period.

In case of non-financial assets, the Company estimates asset's recoverable amount, this is higher of an assets or cash generating units (CGU) fair value less the cost of disposal and the value-in-use.

In assessing the value-in-use, the estimated future cash flows are discounted using the pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the assets. In determining the fair value less cost of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is being used.

- h) **Recognition of Deferred Tax Assets and Liabilities:** Deferred tax assets and liabilities are recognized for deductible temporary differences and unused tax losses or unused tax credit for which there is probability of utilization against the future taxable profits. The Company uses judgments to determine the amount of deferred tax that can be recognized, based upon the likely timing and the level of future taxable profits and business developments.
- i) **Amortization of Leasehold Land:** The Company's lease assets primarily consist of lease for industrial land. The lease premium is the fair value of land paid by the Company to the respective authorities at the time of acquisition and there is no liability at the end of the lease term. The lease premium paid by the Company has been amortized over the lease period on systematic basis and the same has been classified under Ind AS - 16, "Property, Plant and Equipment" and therefore, the requirements of both the Ind AS - 116 and Ind AS - 17, as to the period over which, and the manner in which, the right of use assets (under Ind AS - 116) or the assets arising from the finance lease (under Ind AS - 17) amortized as similar.

PRABHU STEEL INDUSTRIES LIMITED				
Statement of Changes in Equity for the year then ended on March 31, 2025				
A) Equity Share Capital				
			(Amount ` in Lakhs)	
			31.03.2025	31.03.2024
			(`)	(`)
Equity Share Capital				
Balance at the beginning of the reporting period...(`)			71.70	71.70
Changes in Equity Share Capital to prior period errors			-	-
Restated balances at the beginning of the current reporti			71.70	71.70
Changes in Equity Share Capital during the reporting period			-	-
Balance at the end of the reporting period...(`)			71.70	71.70



B) Other Equity				
(Amount ` in Lakhs)				
	Reserves and Surplus		Item of OCI	Total
	Capital Reserve	Securities Premium	Equity Instruments through OCI	Other Equity
Balance as at April 01, 2023 (A)	47.39	-	88.82	927.50
Addition made during the reporting period				
Net Profit / (Loss) during the reporting period	-	-	-	116.38
Addition made during the reporting period	-	-	-	-
Transferred from the Statement of Profit and Loss	-	-	-	-
Items of the Other Comprehensive Income for the period (Net of taxes)				
Net fair value gain / (losses) on investment in equity instruments through	-	-	0.07	0.07
Total Comprehensive Income for the year 2023 - 2024 (B)	-	-	0.07	116.45
Reduction made during the reporting period				
Final dividend (Refer "Note No.43")	-	-	-	-
Total reductions made during the reporting period (C)	-	-	-	-
Balance as at March 31, 2024 (D) = (A + B - C)	47.39	-	88.89	1,043.95

Addition made during the reporting period				
Net Profit / (Loss) during the reporting period	-	-	-	(55.75)
Addition made during the reporting period	-	-	-	-
Transferred from Statement of Profit and Loss	-	-	-	-
Items of the Other Comprehensive Income for the period (Net of taxes)				
Net fair value gain / (losses) on investment in equity instruments through	-	-	-	-
Total Comprehensive Income for the year 2024 - 2025 (E)	-	-	-	(55.75)
Reduction made during the reporting period				
Final dividend (Refer "Note No.43")	-	-	-	-
Total reductions made during the reporting period (F)	-	-	-	-
Balance as at March 31, 2025 (G) = (D + E - F)	47.39	-	88.89	988.21



2) Property, Plants and Equipment											
S. No.	Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
		Cost As At 01.04.2024	Addition during the period	Deduction / Adjustment	Cost As At 31.03.2025	Depreciation Upto 01.04.2024	Addition during the period	Deduction / Adjustment	Depreciation As At	As At 31.03.2025	As At 31.03.2024
A	Land										
	Freehold Land	44.04	-	-	44.04	-	-	-	-	44.04	44.04
	Leasehold Land	1.08	-	-	1.08	0.17	0.02	-	0.19	0.89	0.91
B	Building										
	Non - Factory Building	0.18	-	-	0.18	0.06	0.03	-	0.09	0.09	0.12
C	Furniture and Fixtures										
	Furniture and Fixtures	0.89	-	-	0.89	0.48	0.06	-	0.54	0.35	0.41
D	Plant and Equipments										
	Plant and Machineries	8.42	-	-	8.42	2.75	-	-	2.75	5.67	5.67
	Office Equipments	8.03	0.54	-	8.57	5.94	0.66	-	6.59	1.98	2.09
E	Motor Vehicles										
	Motor Vehicles	64.47	-	-	64.47	49.74	4.53	-	54.28	10.19	14.73
F	Computers and Peripherals										
	Computer and Peripherals	4.10	0.47	-	4.57	2.99	0.36	-	3.35	1.21	1.10
	Total...(')	131.21	1.01	-	132.22	62.13	5.66	-	67.79	64.43	69.08

S. No.	Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
		Cost As At 01.04.2023	Addition during the period	Deduction / Adjustment	Cost As At 31.03.2024	Depreciation Upto 01.04.2023	Addition during the period	Deduction / Adjustment	Depreciation As At	As At 31.03.2024	As At 31.03.2023
A	Land										
	Freehold Land	44.04	-	-	44.04	-	-	-	-	44.04	44.04
	Leasehold Land	1.32	-	0.24	1.08	0.18	0.03	0.04	0.17	0.91	1.14
B	Building										
	Non - Factory Building	0.18	-	-	0.18	0.05	0.01	-	0.06	0.12	0.13
C	Furniture and Fixtures										
	Furniture and Fixtures	0.89	-	-	0.89	0.40	0.08	-	0.48	0.41	0.49
D	Plant and Equipments										
	Plant and Machineries	8.42	-	-	8.42	2.75	-	-	2.75	5.67	5.67
	Office Equipments	8.03	-	-	8.03	5.00	0.94	-	5.94	2.09	3.04
E	Motor Vehicles										
	Motor Vehicles	64.47	-	-	64.47	43.11	6.63	-	49.74	14.73	21.36
F	Computers and Peripherals										
	Computer and Peripherals	3.77	0.33	-	4.10	2.42	0.57	-	2.99	1.10	1.90
	Total...(')	131.13	0.33	0.24	131.21	53.91	8.26	0.04	62.13	69.08	77.77

- 1) Gross Carrying amounts and accumulated depreciation have been regrouped and net off in line with the deemed cost exemption opted out by the Company as per
- 2) Title deed of all the immovable properties are held in the name of the Company.
- 3) The amount of contractual commitments for the purpose of acquisition or constructions of the property, plants and equipment is disclosed under "Note No. 45", if



3 Capital Work-in-Progress*		
	31.03.2025	31.03.2024
	-	-
Capital Work-in-Progress		
For Factory Building	5.55	-
For Plants and Equipment	-	-
Total...(₹)	5.55	-
* Refer "Note No. 36" for the ageing analysis of Capital Work-in-Progress.		

4 Non - Current Investments		
	31.03.2025	31.03.2024
	-	-
Investments in Equity Instruments		
Quoted Equity Shares, Fully Paid Up		
54,500 (Prev Year 54,500) Equity Share of Hariyana Ventures Limited (Formerly Known as Hariyana Metals Limited)*	113.91	113.91
Total...(₹) (A)	113.91	113.91
Unquoted Equity Shares, Fully Paid Up		
Fully Paid up with Face Value of ₹ 10 each unless otherwise specified		
10 (Prev Year 10) Equity Shares of the face value of ₹ 100 each of Agrawal Pat Sanstha Limited	0.01	0.01
5,000 (Prev Year 5,000) Equity Shares of the face value of ₹ 50 each of Nagpur Nagrik Sahakari Bank Limited	2.50	2.50
10 (Prev Year 10) Equity Shares of the face value of ₹ 100 each of Nirmal Ujjwal Credit Co. Op. Socceity Limited	0.01	0.01
1,800 (Prev Year 1,800) Equity Shares of the face value of ₹ 10 each of Keshvam Infraventures Private Limited	0.18	0.18
Total...(₹) (B)	2.70	2.70
Total...(₹) (A + B)	116.61	116.61
* Based on the last traded price available on the recognized stock exchange as at the date of the financial statements.		

4.1 Classification of Investments		
	31.03.2025	31.03.2024
	-	-
Investments in Equity Instruments		
Quoted, Fully Paid Up		
Aggregate Amount of Quoted Investments - At Cost	1.66	1.66
Aggregate Amount of Quoted Investments - At Market Value	113.91	113.91
Aggregate Amount of Unquoted Investments	2.70	2.70
Aggregate Amount of Impairment in Value of Investments	-	-



4.2 Category Wise Classification of Investments

	31.03.2025	31.03.2024
	-	-
Investments in Equity Instruments		
Financial Assets measured at Amortized Costs	-	-
Financial Assets measured at Costs	2.70	2.70
Financial Assets measured at Fair Value through Other Comprehensive Income	113.91	113.91
Financial Assets measured at Fair Value through Profit and Loss	-	-

5 Loans

	31.03.2025	31.03.2024
	-	-
Loans		
Loans to Related Parties*	343.32	320.00
Loans to Employees	-	-
<u>Less: Allowances for Unsecured Doubtful Debts & Advances</u>	-	-
Total...(₹)	343.32	320.00

5.1 Category Wise Classification of Loans

	31.03.2025	31.03.2024
	-	-
Loans		
Secured, Considered Good	-	-
Unsecured, Considered Good	343.32	320.00
Loans which have significant increase in Credit Risk	-	-
Loans receivable - Credit impaired	-	-

* No amounts are due from directors or other officers of the Company, either severally or jointly with any other persons, nor from firms or private companies in which any director is partner, director or a member, except ₹ 343.32 Lakhs (Prev Year ₹ 320.00 Lakhs) due from a body corporate over which the Company exercises significant influence. (Refer "Note No. 40")

** Refer "Note No. 35B" for the information of credit risk and market risk.

6 Other Non - Current Financial Assets*

	31.03.2025	31.03.2024
	-	-
Others		
Statutory Deposits	0.47	0.47
Security Deposits (Unsecured, Considered Good)	10.80	8.20
Term deposits held as lien or pledged against bank overdraft	98.23	170.07
Total...(₹) (A)	109.50	178.74



Other Receivables**	3.00	3.85
Less: Allowances for Unsecured Doubtful Debts & Advances	3.00	3.85
Total...(`) (B)	-	-
Total...(`) (A + B)	109.50	178.74

* The term deposits held by the Company with banks and financial institutions comprise time deposits with varying maturities ranging from one to two years, earning interest at the respective deposit rates. These deposits have been held under lien or pledged as security against bank overdraft facilities extended to the Company amounting to ₹ 80.00 Lakhs (Prev Year ₹ 140.40 Lakhs).

** No amounts of receivables are due from the directors or other officers of the Company, either severally or jointly with any other persons, nor from firms or private companies in which any director is a partner, director, or member.

*** Refer "Note No. 35B" for the information of credit risk and market risk.

7 Current Tax Assets (Net)		
	31.03.2025	31.03.2024
	-	-
Income Tax (Net)		
Advance Income Tax	-	21.00
Tax Deducted at Source Receivables	-	4.52
Tax Collected at Source Receivables	-	-
Less: Provision for Income Tax	-	16.54
Total...(`)	-	8.98

The tax rate used for calculation above is Corporate tax rate at the rate 25.168% (Prev Year 25.168%) payable by the corporate entities on taxable profits under Indian Tax Laws.

9 Inventories*		
	31.03.2025	31.03.2024
	-	-
Inventories**		
(Valued at lower of Cost and Net Realizable Value)		
Finished Goods	-	-
Trading Stock (acquired for trading)	170.24	356.47
Total...(`)	170.24	356.47

* Cost of inventories recognized as an expense during the reporting period is disclosed in "Note

** Cost of inventories recognized as an expense included ` NIL (Prev Year ` NIL) in respect of written down value of inventories to net realizable value. There has been no reversal towards such written down value in the current and previous reporting period.



10	Trade Receivables*		
		31.03.2025	31.03.2024
	Unsecured**		
	Considered Good	214.26	290.79
	Considered Doubtful	37.01	37.22
	Receivables - Credit Impaired	-	-
	<u>Less: Allowances for Unsecured Doubtful Debts & Advances</u>	45.80	38.37
	Total...(`)	205.47	289.64

* Refer "Note No. 35B" for the information of credit risk and market risk for Trade Receivables.

** Refer "Note No. 37" for ageing analysis of Trade Receivables.

No amounts of receivables are due from the directors or other officers of the Company, either severally or jointly with any other persons, nor from firms or private companies in which any director is a partner, director, or member.

11	Cash and Cash Equivalents		
		31.03.2025	31.03.2024
	A) Cash and Cash Equivalents*		
	<u>Balances with Banks</u>		
	In Current Accounts	11.71	4.56
	Debit Balance in Overdraft Accounts	3.92	-
	Cash-in-Hand	2.28	5.84
	Total...(`) (A)	17.91	10.40
	B) Other Balances with Banks		
	Term Deposits with original maturity of more than three months but less than one year	-	-
	Total...(`) (B)	-	-
	Total...(`) (A + B)	17.91	10.40

* There are no restrictions with regards to cash and cash equivalents as at the end of reporting period and previous reporting period.

12	Other Current Financial Assets		
		31.03.2025	31.03.2024
	Others		
	Interest Receivables	6.14	15.46
	Rent Receivables	0.54	0.59
	Total...(`) (A)	6.68	16.05
	Other Receivables	2.50	2.50
	<u>Less: Allowances for Unsecured Doubtful Debts & Advances</u>	2.50	2.50
	Total...(`) (B)	-	-
	Total...(`) (A + B)	6.68	16.05



No amount of receivables are due from directors or other officers of the Company, either severally or jointly with any other persons, nor due from firms or private companies respectively in which director is partner, a director or a member.

* Refer "Note No. 35B" for the information of credit risk and market risk for Other Receivables.

13 Other Current Assets			
		31.03.2025	31.03.2024
Others			
Advances to Others*		3.18	3.18
Advances to Vendors		246.29	79.11
Balances with the Revenue Authorities		-	9.38
Total...(`)		249.48	91.67

* No amount of advances are due from directors or other officers of the Company either severally or jointly with any other persons, nor due from firms or private companies respectively in which director is partner, a director or a member except ` 02.50 Lakhs (Prev Year ` 02.50 Lakhs) due from the related parties. (Refer "Note No. 40")

14 Equity Share Capital		(Amount ` in Lakhs, except number of shares data)			
		31.03.2025		31.03.2024	
		Nos.	`	Nos.	`
Authorized					
Equity Shares of ` 10 Each		1,500,000	150.00	1,500,000	150.00
		1,500,000	150.00	1,500,000	150.00
Issued, Subscribed and Fully Paid Up					
Equity Shares of ` 10 Each		717,000	71.70	717,000	71.70
Total...(`)		717,000	71.70	717,000	71.70
a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period					
		31.03.2025		31.03.2024	
		Nos.	`	Nos.	`
Shares outstanding at the beginning of the reporting period...(`)		717,000	71.70	717,000	71.70
Shares issued during the reporting period		-	-	-	-
Shares bought back during the reporting period		-	-	-	-
Shares outstanding at the end of the reporting period...(`)		717,000	71.70	717,000	71.70


b) Terms / Rights attached to Equity Shares

- i) The Company has only one class of shares - referred to as - equity shares having a par value of ` 10 per share. Each holder of equity shares is entitled to one vote per share.
- ii) As per the Companies Act, 2013, 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 the preferential amounts. However, no such preferential amounts exists currently. The distribution will be in the proportion to the number of equity shares
- iii) The Company declares and pays the dividend in Indian Rupees (`). The payment of dividend is also made in foreign currency to the shareholders outside India. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in their ensuing Annual General Meeting (AGM), except in case of interim dividend.

c) Details of Shareholders holding more than 5% shares in the Company *

Name of Shareholders	31.03.2025		31.03.2024	
	No. of Shares held	Percentage of Holding	No. of Shares held	Percentage of Holding
Equity Shares of ` 10 Each Fully Paid Up				
Hariyana Ventures Limited (Formerly Known as Hariyana M	60,650	8.46%	60,650	8.46%
Shri Dinesh Gangaram Agrawal	44,050	6.14%	44,050	6.14%
Shri Harish Gangaram Agrawal	45,350	6.32%	45,350	6.32%
Smt. Anita Harish Agrawal	45,000	6.28%	45,000	6.28%
Smt. Priti Gangaram Agrawal	51,050	7.12%	51,050	7.12%
Smt. Suruchi Agrawal	45,000	6.28%	45,000	6.28%
Total Nos. of Shares Held	291,100	40.60%	291,100	40.60%

* As per the records of the Company, including the register of members. The above details are certified by the Registrar

The Board of Directors of the Company has not declared any interim dividend at its meetings held during the reporting period. Further, no final dividend was declared during the current or previous reporting periods. (Refer "Note No. 43"

d) Shares held by the Promoters as defined in the Companies Act, 2013 at the end of the period

Name of Shareholders	31.03.2025		31.03.2024		% of Changes during the period
	No. of Shares held	Percentage of Holding	No. of Shares held	Percentage of Holding	
Equity Shares of ` 10 Each Fully Paid Up					
Hariyana Ventures Limited (Formerly Known as Hariyana M	60,650	8.46%	60,650	8.46%	0.00%
Shri Dinesh Gangaram Agrawal	44,050	6.14%	44,050	6.14%	0.00%
Shri Harish Gangaram Agrawal	45,350	6.32%	45,350	6.32%	0.00%
Smt. Anita Harish Agrawal	45,000	6.28%	45,000	6.28%	0.00%
Smt. Priti Gangaram Agrawal	51,050	7.12%	51,050	7.12%	0.00%
Shri Mukesh Omprakash Agrawal	15,100	2.11%	15,100	2.11%	0.00%
Shri Mahesh Radheshyam Agrawal	1,000	0.14%	1,000	0.14%	0.00%
Smt. Suruchi Agrawal	45,000	6.28%	45,000	6.28%	0.00%
Total Nos. of Shares Held	307,200	42.85%	307,200	42.85%	



15 Other Equity					
	(Amount ` in Lakhs)				
	Reserves and Surplus			Item of OCI	Total Other Equity
	Capital Reserve	Securities Premium	Retained Earning	Equity Instruments through OCI	
	-	-	-	-	-
Balance as at April 01, 2023 (A)	47.39	-	791.29	88.82	927.50
Addition made during the reporting period					
Net Profit / (Loss) during the reporting period	-	-	116.38	-	116.38
Addition made during the reporting period	-	-	-	-	-
Transferred from the Statement of Profit and Loss	-	-	-	-	-
Items of the Other Comprehensive Income for the period (Net of taxes)					
Net fair value gain on Investment in Equity Instruments through	-	-	-	0.07	0.07
Total Comprehensive Income for the year 2023 - 2024 (B)	-	-	116.38	0.07	116.45
Reduction made during the reporting period					
Final dividend (Refer "Note No.43")	-	-	-	-	-
Total reductions made during the reporting period (C)	-	-	-	-	-
Balance as at March 31, 2024 (D) = (A + B - C)	47.39	-	907.67	88.89	1,043.95

	Reserves and Surplus			Item of OCI	Total Other Equity
	Capital Reserve	Securities Premium	Retained Earning	Equity Instruments through OCI	
	-	-	-	-	-
Balance as at April 01, 2024 (A)	47.39	-	907.67	88.89	1,043.95
Addition made during the reporting period					
Net Profit / (Loss) during the reporting period	-	-	(55.75)	-	(55.75)
Addition made during the reporting period	-	-	-	-	-
Transferred from the Statement of Profit and Loss	-	-	-	-	-
Items of the Other Comprehensive Income for the period (Net of taxes)					
Net fair value gain on Investment in Equity Instruments through O	-	-	-	-	-
Total Comprehensive Income for the year 2024 - 2025 (B)	-	-	(55.75)	-	(55.75)
Reduction made during the reporting period					
Final dividend (Refer "Note No.43")	-	-	-	-	-
Total reductions made during the reporting period (C)	-	-	-	-	-
Balance as at March 31, 2025 (D) = (A + B - C)	47.39	-	851.92	88.89	988.21

Description of Nature and Purpose of the Reserves

- Capital Reserve:** The Capital Reserve was created out of the capital incentive received from the Sales Tax Department for setting up manufacturing plants in the State of Maharashtra. The incentive is subject to certain terms and conditions, and any non - compliance with these may result in forfeiture of the incentive.
- a)
- Equity Instruments through Other Comprehensive Income:** This represents the cumulative gains or losses arising from the revaluation of equity instruments measured at fair value through other comprehensive income (FVOCI), under an irrevocable option, net of amounts reclassified to retained earnings upon disposal of such instruments.
- b)



- c) **Retained Earnings:** Retained Earnings represent the accumulated and undistributed profits of the Company as at the reporting date of the financial statements.

16 Borrowings			
		31.03.2025	31.03.2024
		-	-
Non - Current			
Secured			
<i>From Banks and Financial Institutions</i>			
Indian Rupee Loans		-	-
Hire Purchase Loans		-	6.04
Total...(₹) (A)		-	6.04
Unsecured			
Promoter Group and Related Parties		127.65	6.48
Total...(₹) (B)		127.65	6.48
Total...(₹) (A + B)		127.65	12.52

Nature of Securities and Term of Repayments

a) Hire purchase loans from banks and financial institutions are secured by way of hypothecation of the respective vehicles financed through such borrowings. The loans are repayable as per the respective repayment schedules stipulated by the lending banks and financial institutions.

b) Term loans from related parties are unsecured and repayable on demand.

17 Long - Term Financial Liabilities			
		31.03.2025	31.03.2024
		-	-
Others			
Retention Money relating to Capital Expenditures		-	0.07
Total...(₹)		-	0.07

18 Other Non - Current Liabilities			
		31.03.2025	31.03.2024
		-	-
Others			
Advance received against Capital Assets		-	2.00
Total...(₹)		-	2.00



19 Short - Term Borrowings

	31.03.2025	31.03.2024
Current		
Secured		
<i>Loans Repayable on Demand</i>		
<i>From Banks and Financial Institutions</i>		
Indian Currency Loan	26.77	305.69
Total...(°) (A)	26.77	305.69

Current Maturities

Secured (Term Loans)

From Hire Purchase Loans	6.04	7.53
Total...(°) (B)	6.04	7.53
Total...(°) (A + B)	32.82	313.22

Nature of Securities and Terms of Repayments

a) The term deposit overdraft facilities with IDBI Bank Limited are secured by a lien on the term deposits held by the Company with the bank. Additionally, these credit facilities are further secured by irrevocable personal guarantees provided by two of the Company's directors, Shri Harish Agrawal and Shri Dinesh Agrawal. The said overdraft facilities were fully repaid and squared off during the reporting period.

b) The term deposit overdraft facilities with Nagpur Nagrik Sahakari Bank Limited are secured by a lien on the term deposits held by the Company with the bank. These facilities are further secured by irrevocable personal guarantees of two of the Company's directors, Shri Harish Agrawal and Shri Dinesh Agrawal.

c) The working capital loan from Nagpur Nagrik Sahakari Bank Limited is secured by a first pari-passu charge by way of hypothecation over the Company's entire inventories, book debts, receivables, and other current assets, both present and future. The facility is further secured by a first pari-passu charge on the Company's immovable property, plants and equipment, including an equitable mortgage on the commercial land and building situated at "Plot No. 158, Behind Mehta Petrol Pump, Prabhu Steel Square, Small Factory Area, Bhandara Road, Wardhman Nagar, Nagpur", which is held in the name of the Company.

d) The working capital loan from Nagpur Nagrik Sahakari Bank Limited is further secured by irrevocable personal guarantees of all three directors of the Company, Shri Harish Gangaram Agrawal, Shri Dinesh Gangaram Agrawal, and Shri Krishanu Harish Agrawal.

20 Trade Payables*

	31.03.2025	31.03.2024
Trade Payables (Including Acceptance)**		
Due to Micro and Small Enterprises***	-	-
Due to Others#	56.08	54.03
Total...(°)	56.08	54.03



****** Acceptances include arrangements, whereby operational suppliers of goods and services are initially paid by banks and financial institutions. However, the Company continues to recognize the corresponding liabilities until settlement is made with the respective banks and financial institutions, which is normally effected within a period of 90 days. The outstanding amount under such arrangements as at the reporting date is ₹ NIL (Prev Year ₹ NIL).

******* Refer "Note No. 35B" for the information of credit risk and market risk for Trade Payables.

The Company has certain outstanding dues to suppliers registered under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act, 2006"). The disclosures pursuant to the said Act are as follows:

	31.03.2025	31.03.2024
	-	-
Principal amount due to the suppliers registered under the MSMED Act, 2006 and remaining amount unpaid at the end of the reporting period	-	-
Interest due to the suppliers registered under the MSMED Act, 2006 and remaining unpaid at the end of the period	-	-
Principal amount paid to the suppliers registered under the MSMED Act, 2006 beyond the stipulated day during the period	-	-
Interest paid, under Section 16 of MSMED Act, 2006 to the suppliers registered under the Act, beyond the "Appointed Day" during the period	-	-
Interest due or payable towards the suppliers registered under the MSMED Act, 2006 for the payments already made	-	-
Further interest remaining due and payable for the earlier period	-	-

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified based on information and records available with the Company's management. This information has been relied upon by the auditors.

21 Other Financial Liabilities

	31.03.2025	31.03.2024
	-	-
Others		
Interest Accrued but not yet due	0.03	0.06
Audit Fees Payable	0.68	0.68
Liabilities for Expenses	0.89	1.10
Liabilities towards Services	0.93	0.25
Payable towards Employees	0.24	20.09
Payable towards Direct Tax	0.13	1.44
Payable towards Indirect Tax	0.68	0.07
Total...(₹)	3.58	23.68



22	Current Tax Liabilities (Net)		
		31.03.2025	31.03.2024
		-	-
	Provision for Income Tax (Net)		
	Provision for Income Tax	7.42	-
	Less: Advance Income Tax	-	-
	Less: Tax Deducted at Source Receivables	(6.50)	-
	Less: Tax Deducted at Collected Receivables	(0.39)	-
	Total...(₹)	0.53	-

The tax rate used for calculation above is Corporate tax rate at the rate 25.168% (Prev Year 25.168%) payable by the corporate entities on taxable profits under Indian Tax Laws.

23	Revenue from Operations		
		2024 - 2025	2023 - 2024
		-	-
	Sale of Products*		
	Domestic Markets	1,259.32	1,517.37
	Export Markets	-	-
	Total Sale of Products...(₹) (A)	1,259.32	1,517.37
	Sale of Services*		
	Domestic Markets	-	-
	Export Markets	-	-
	Total Sale of Services...(₹) (B)	-	-
	Total...(₹) (A + B)	1,259.32	1,517.37

* The Company collects the goods and service tax (GST) on behalf of the Government, hence the GST is not included in Revenue from Operations.

		2024 - 2025	2023 - 2024
		-	-
	Timing of Revenue Recognition		
	Goods transferred at a point in time	1,259.32	1,517.37
	Services transferred over the time	-	-
	Total revenue from contract with customers	1,259.32	1,517.37
	Add: Export Incentives	-	-
	Total Revenue from Operations...(₹)	1,259.32	1,517.37



	2024 - 2025	2023 - 2024
	-	-
<u>Disaggregation of revenue based on products and services</u>		
Iron and Steels	1,259.32	1,517.37
Other Products	-	-
Total Revenue from Operations...(')	1,259.32	1,517.37

	2024 - 2025	2023 - 2024
	-	-
<u>Disaggregation by location of customers</u>		
In India	1,259.32	1,517.37
Outside India	-	-
Total revenue from contract with customers	1,259.32	1,517.37
<u>Add: Export Incentives</u>	-	-
Total Revenue from Operations...(')	1,259.32	1,517.37

	2024 - 2025	2023 - 2024
	-	-
<u>Reconciliation of Revenue recognized in the Statement of Profit and Loss with Contracted Price</u>		
Revenue as per Contracted Price	1,259.32	1,517.37
<u>Less: Rebates, discounts and other deductions</u>	-	-
Total revenue from contract with customers	1,259.32	1,517.37
<u>Add: Export Incentives</u>	-	-
Total Revenue from Operations...(')	1,259.32	1,517.37

Performance Obligations

Sales of Product: The performance obligation in respect of sale of goods is satisfied upon transfer of control of the goods to the customers, which generally occurs upon delivery. Payment is typically due as per the terms of the contract with the customers.

Sales of Service: The performance obligation in respect of sale of services is satisfied over a period of time and is also based on acceptance from the customers. For such services, payment is generally due upon completion of the services and receipt of customer acceptance.

The Company does not have any remaining performance obligations as the contracts entered into for the sale of goods and rendering of services are of short duration.



24	Other Income		
		2024 - 2025	2023 - 2024
	Interest Income		
	On Other Financial Assets carried at Amortized Cost	9.80	10.59
	On Other Assets	49.76	10.25
	Total Interest Income...(₹) (A)	59.57	20.84
	Other Non - Operating Revenues		
	Dividend Income*	0.13	0.08
	Rental Income	6.00	1.00
	Misc. Income	2.00	-
	Total Non Operating Income...(₹) (B)	8.13	1.08
	Total...(₹) (A + B)	67.69	21.92
25	Purchase of Trading Stock		
		2024 - 2025	2023 - 2024
	Purchase Expenses		
	Purchases made during the reporting period	1,036.49	1,423.55
	Direct expenses incurred during the reporting period	20.69	24.95
	Total...(₹)	1,057.18	1,448.49
26	Changes in Inventories of Finished Goods, Work-in-Progress and Trading Stock		
		2024 - 2025	2023 - 2024
	Changes in Inventories		
	<u>Stock at the beginning of the Reporting Period</u>		
	Finished Goods	-	-
	Trading Stock (acquired for trading)	356.47	349.36
	Work-in-Progress	-	-
		356.47	349.36
	<u>Stock at the end of the Reporting Period</u>		
	Finished Goods	-	-
	Trading Stock (acquired for trading)	170.24	356.47
	Work-in-Progress	-	-
		170.24	356.47
	(Increase) / Decrease in Inventories...(₹)	186.23	(7.11)
27	Employee Benefits Expense*		
		2024 - 2025	2023 - 2024
	Employee Benefits Expense		
	Salary, Wages, Incentives and Managerial Remuneration	2.19	38.10
	Contributions to:		
	Provident and Other Fund	-	-
	Bonus	-	-
	Staff Welfare Expenses	-	1.36
	Total...(₹)	2.19	39.46
	* Refer "Note No. 1.4 Clause (l)" for further references.		



28 Finance Costs		
	2024 - 2025	2023 - 2024
	-	-
<u>Interest on Financial Liabilities carried at Amortized Cost</u>		
On Bank Borrowings	16.52	26.45
Other Borrowing Costs	1.98	1.94
Total...(`)	18.49	28.39

29 Depreciation and Amortization Expenses		
	2024 - 2025	2023 - 2024
	-	-
<u>Depreciation and Amortization Expenses</u>		
Depreciation Expenses	5.66	8.22
Amortization Expenses	-	-
Total...(`)	5.66	8.22

30 Other Expenses		
	2024 - 2025	2023 - 2024
	-	-
<u>Others</u>		
Administrative and Other Expenses	10.35	9.84
Conveyance and Travelling Expenses	0.95	8.98
Director Sitting Fees	0.80	0.80
Insurance Charges	1.00	0.99
Legal and Professional Fees	5.44	8.13
Loss on Disposal of Non - Current Investments	-	0.09
Manpower Supply Services	2.13	2.41
Payments to the Auditor (Refer "Note No. 30.1")	0.90	0.90
Provision for Unsecured Doubtful Debts & Advances	7.43	2.51
Rent, Rates and Taxes	2.25	3.62
Repair and Maintenance Expenses	1.04	1.53
Selling and Distribution Expenses	1.41	3.28
Total...(`)	33.70	43.08

### Payments to the Auditor		
	2024 - 2025	2023 - 2024
	-	-
<u>As Auditor's:</u>		
Audit Fees	0.50	0.50
Tax Audit Fees	0.25	0.25
Other Certification Fees	0.15	0.15
Total...(`)	0.90	0.90



31	Exceptional Items		
		2024 - 2025	2023 - 2024
	Surplus on Disposal of Property, Plants and Equipment*		
	On Leasehold Land	-	206.26
	Total...(₹)	-	206.26

During the previous reporting period, the Company disposed of one of its leasehold land parcels located at Small Factory Area, Nagpur. The disposal has not impacted the Company's ability to continue as a going concern.

32	Consolidated Financial Statements		

During the current and previous reporting periods presented under the Ind AS financial statements, the Company has neither subsidiaries nor associates or joint ventures. Accordingly, the requirements of disclosure under Ind AS 110, "Consolidated Financial Statements", are not applicable to the Company.

33	Segment Reporting		

During the current and previous reporting periods presented under the Ind AS financial statements, the Company has operated in a single business segment, i.e., trading of iron and steel. Accordingly, the requirements of disclosure under Ind AS 108, "Operating Segments", are not applicable to the Company for any of the reporting periods presented.

8	Income Taxes		
A	The major components of income tax expenses during the		

S. No.	Particulars	31.03.2025	31.03.2024
i)	Income Tax recognized in the Statement of Profit and Loss		
	Current Tax		
	In respect of current year	7.42	16.54
	Adjustment in respect of previous year	(0.26)	(0.001)
	Deferred Tax		
	In respect of current year	72.16	52.08
	Income tax expenses recognized in the Statement of Profit and Loss	79.32	68.63
ii)	Income tax recognized in the Other Comprehensive Income		
	Deferred Tax		
	On accounts of fair valuation of investments in equity instruments	-	0.02
	Income tax expenses recognized in the Other Comprehensive Income	-	0.02



B Reconciliation of Tax Expenses and the Accounting Profit for the year is as under:			
S. No.	Particulars	31.03.2025	31.03.2024
1	Net Profit / (Loss) Before Tax	23.57	185.01
2	Income tax rate	25.168%	25.168%
3	Income tax expenses calculated on above	5.93	46.56
4	Tax effect on non - deductible expenses	-	0.02
5	Tax effect on difference in carrying value and tax base of land	73.66	9.08
6	Due to change in tax rate	-	-
7	Others	(0.01)	12.97
8	Total	79.58	68.63
9	Adjustment in respect of current income tax of previous year	(0.26)	(0.001)
10	Tax expenses as per the Statement of Profit and Loss	79.32	68.63

The tax rate used for reconciliation above is Corporate Tax rate at the rate 25.168% (Prev Year 25.168%) payable by the Corporate Entities on taxable profits under Indian Tax Laws.

C The major components of Deferred Tax Liabilities / (Assets) arising on account of timing differences as					
As At March 31, 2025					
S. No.	Particulars	Balance Sheet 01.04.2024	Profit and Loss 2024 - 2025	OCI 2024 - 2025	Balance Sheet 31.03.2025
1	Difference between written down value on Property, Plants and Equipment as per the books of accounts and Income Tax Act, 1961	(4.33)	0.16	-	(4.17)
2	Allowance for unsecured doubtful debts and advances	(11.25)	(1.66)	-	(12.91)
3	Provision for expenses allowed for tax purpose on payment basis	-	-	-	-
4	Difference in carrying value and tax base of land	(73.66)	73.66	-	(0.00)
5	Fair valuation of equity instruments through other comprehensi	25.70	-	-	25.70
6	Deferred Tax Expenses / (Benefits)		72.16	-	
7	Net Deferred Tax Liabilities / (Assets)	(63.54)			8.62



As At March 31, 2024

S. No.	Particulars	Balance Sheet 01.04.2023	Profit and Loss 2023 - 2024	OCI 2023 - 2024	Balance Sheet 31.03.2024
1	Difference between written down value on Property, Plants and Equipment as per the books of accounts and Income Tax Act, 1961	(4.16)	(0.16)	-	(4.33)
2	Allowance for unsecured doubtful debts and advances	(9.06)	(2.19)	-	(11.25)
3	Provision for expenses allowed for tax purpose on payment basis	-	-	-	-
4	Difference in carrying value and tax base of land	(82.73)	9.08	-	(73.66)
5	Fair valuation of equity instruments through other comprehensive	23.33	2.35	0.02	25.70
6	On account of MAT Credit Entitlements	(43.01)	43.01	-	-
7	Deferred Tax Expenses / (Benefits)		52.08	0.02	
8	Net Deferred Tax Liabilities / (Assets)	(115.64)			(63.54)

34 Category Wise Classification of Financial Instruments

	Note	31.03.2025	31.03.2024
Financial Assets			
Non - Current			
Financial Assets measured at fair value through profit and loss (FVTPL)			
Investment in Quoted / Unquoted Mutual Funds		-	-
Total...(`) (A)		-	-
Financial Assets measured at fair value through other comprehensive income (FVTOCI)			
Investment in Quoted Equity Shares	4	113.91	113.91
Investment in Quoted Debentures or Bonds		-	-
Total...(`) (B)		113.91	113.91
Financial Assets measured at amortized costs			
Investment in Unquoted Equity Instruments	4	2.70	2.70
Loans and Advances	5	343.32	320.00
Statutory Deposits	6	0.47	0.47
Security Deposits	6	10.80	8.20
Term Deposits with more than twelve months of Original Maturity	6	98.23	170.07
Other Receivables (Net of ECL Provision)	6	-	-
Total...(`) (C)		455.52	501.44
Total...(`) (A + B + C)		569.43	615.34



	Note	31.03.2025	31.03.2024
		-	-
Financial Assets			
Current			
Financial assets measured at fair value through profit and loss (FVTPL)			
Investment in Quoted / Unquoted Mutual Funds		-	-
Total...(°) (A)		-	-
Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Investment in Quoted Equity Shares		-	-
Investment in Quoted Debentures or Bonds		-	-
Total...(°) (B)		-	-
Financial assets measured at amortized costs			
Trade Receivables	10	205.47	289.64
Cash and Cash Equivalents	11A	17.91	10.40
Other Balances with Banks	11B	-	-
Interest Receivables	12	6.14	15.46
Rent Receivables	12	0.54	0.59
Other Receivables (Net of ECL Provisions)	12	-	-
Total...(°) (C)		230.06	316.09
Total...(°) (A + B + C)		230.06	316.09

	Note	31.03.2025	31.03.2024
		-	-
Financial Liabilities			
Non - Current			
Financial Liabilities measured at Amortized Costs			
Borrowings from Banks and Financial Institutions	16	-	-
Hire Purchase Loans	16	-	6.04
Borrowings from Promoters and Related Parties	16	127.65	6.48
Retention Money from Vendor's	17	-	0.07
Total...(°)		127.65	12.59

	Note	31.03.2025	31.03.2024
		-	-
Financial Liabilities			
Current			
Financial Liabilities measured at Amortized Costs			
Working Capital Loans from Banks and Financial Institutions	19	26.77	305.69
Current Maturities of Long - Term Borrowings	19	6.04	7.53
Trade Payables	20	56.08	54.03
Interest Accrued but not yet due	21	0.03	0.06
Audit Fees Payable	21	0.68	0.68
Liabilities for Expenses	21	0.89	1.10
Liabilities towards Services	21	0.93	0.25
Payable towards Employees	21	0.24	20.09
Payable towards Direct Tax	21	0.13	1.44
Payable towards Indirect Tax	21	0.68	0.07
Total...(°)		92.48	390.93



“Note No. - 35A” - Fair Value Measurements

i) Financial Instruments measured at Fair Value through Other Comprehensive Income (Amounts ` in Lakhs)

Financial Assets / Financial Liabilities	Fair Value As At 31.03.2025	Fair Value Hierarchy		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment in Quoted Equity Instruments	` 113.91	--	` 113.91	--

Financial Assets / Financial Liabilities	Fair Value As At 31.03.2024	Fair Value Hierarchy		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment in Quoted Equity Instruments	` 113.91	--	` 113.91	--

The Company does not hold any quoted or unquoted debentures or bonds that are measured at Fair Value through Other Comprehensive Income (FVTOCI). Accordingly, the disclosure requirements under Ind AS 109, “*Financial Instruments*”, relating to such instruments are not applicable to the Company for any of the reporting periods presented in the financial statements.

ii) Financial Instruments measured at Fair Value through Profit or Loss

The Company does not hold any quoted or unquoted mutual funds, equity shares (other than investments in associates and other entities in which the Company has significant influence which are being measured at amortized cost), or foreign currency forward exchange contracts. Further, the Company does not hold any investments measured at fair value through profit or loss (FVTPL). Accordingly, the disclosure requirements under Ind AS 109, “*Financial Instruments*”, relating to fair value measurement are not applicable to the Company for any of the reporting periods presented in the financial statements. The Company holds certain unquoted equity instruments, which it has opted to measure at amortized cost, in accordance with the applicable provisions of Ind AS 109, “*Financial Instruments*”.

The Company does not have any financial liabilities that are measured at fair value through profit or loss (FVTPL). Accordingly, the disclosure requirements under Ind AS 109, “*Financial Instruments*”, relating to such measurements are not applicable to the Company for any of the reporting periods presented in the financial statements.

iii) Financial Instruments measured at Amortized Costs

The carrying amounts of financial assets and financial liabilities measured at amortized cost in the financial statements reasonably approximate their fair values, as the Company does not expect any significant difference between the carrying amounts and the amounts that would be received or settled in the normal course of business.

“Note No. - 35B” - Financial Risk Management - Objectives and Policies

The Company’s principal financial assets primarily include loans, investments, security deposits, cash and cash equivalents, other bank balances, and trade and other receivables, all of which arise directly from its business operations. The Company’s financial liabilities mainly comprise borrowings in Indian currency, retention



money, trade payables, and other payables. These financial liabilities are primarily used to finance the Company's operational activities and to provide guarantees in support of its business operations.

The Company is exposed to market risk, credit risk, and liquidity risk arising from its financial instruments. The Board of Directors ("the Board") oversees the management of these financial risks. The Company has formulated a risk management policy, approved by the Board, which outlines the Company's approach to managing uncertainties in its pursuit of both stated and implicit objectives. The policy defines the roles and responsibilities of the management, establishes a structured framework for risk management, and sets out the processes for identifying, assessing, and mitigating financial risks. The objective of this framework is to minimize potential adverse impacts on the Company's financial performance. Based on the available information and prevailing conditions, the Board has taken necessary actions to mitigate the identified risks.

The following disclosures summarize the Company's exposure to various financial risks, along with information regarding the use of derivatives, if any, employed to manage such exposures. Quantitative sensitivity analyses have been provided to illustrate the potential impact of reasonably possible changes in market rates on the Company's financial results, cash flows, and financial position.

1) Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk primarily comprises three types of risk: interest rate risk, currency risk, and other price risk. Financial instruments that are impacted by market risk include loans and borrowings denominated in domestic currency, retention money, trade and other payables, trade receivables, and derivative financial instruments.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash outflows of a financial instrument will fluctuate due to changes in market interest rates. An increase in interest rates would adversely impact the Company's borrowing costs. The Company is exposed to interest rate risk on both long-term and short-term borrowings. To manage this risk, the Company regularly monitors its mix of fixed and floating rate instruments and takes appropriate actions to maintain an optimal balance. The Company has not entered into any interest rate derivative contracts during the reporting periods.

i) Interest Rate Risk Exposure

Particulars	(Amount ` in Lakhs)	
	31.03.2025	31.03.2024
Variable Rate Borrowing	26.77	305.69
Fixed Rate Borrowing	133.69	20.05

ii) Sensitivity Analysis

Profit and Loss estimates to higher / lower interest rate expense from borrowings as a result of changes in interest rate.

Particulars	(Amount ` in Lakhs)	
	31.03.2025	31.03.2024
Interest Rate - Increase by 70 Basis Points	(01.12)	(02.28)
Interest Rate - Decrease by 70 Basis Points	01.12	02.28

b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial exposure will fluctuate due to changes in foreign exchange rates. As the Company operates exclusively in domestic markets and does not have any foreign currency exposures, this risk is not applicable to the Company for any of the reporting periods presented in the financial statements. (Refer "Note No. 46" for further reference).

c) Other Price Risk



Other price risk is the risk that the fair value of financial instruments will fluctuate due to changes in market-traded prices. This risk primarily arises from financial assets such as investments in quoted equity instruments. The Company is exposed to price risk mainly from its investments in quoted equity instruments measured at fair value through other comprehensive income (FVTOCI). As at March 31, 2025, the carrying value of such quoted equity instruments recognized at FVTOCI is ₹ 113.91 Lakhs (March 31, 2024, ₹ 113.91 Lakhs). Details of these investments are disclosed in "Note No. 4".

The Company is primarily exposed to fluctuations in the market - traded prices of its investments in quoted equity instruments, which are recognized in other comprehensive income. A sensitivity analysis showing the impact of reasonably possible changes in market prices of these instruments, based on their fair values as at the reporting date, is presented below:

If the equity prices had been higher / lower by 10% from the market price existing as at March 31, 2025, other comprehensive income (OCI) for the period ended would increase by ₹ 11.39 Lakhs (Previous Year ₹ 11.39 Lakhs) and decrease by ₹ 11.39 Lakhs (Previous Year ₹ 11.39 Lakhs) respectively with the corresponding increase / decrease in total equity of the Company as at March 31, 2025. 10% represents the management's assessment of reasonably possible changes in equity prices.

The Company is not exposed to price risk arising from investments in bonds recognized at FVTOCI.

2) Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations, resulting in a financial loss to the Company. The Company is primarily exposed to credit risk arising from its financial assets, which include trade receivables, other balances with banks, and other financial assets such as other receivables.

The Company has adopted a policy of transacting only with counterparties that possess sufficiently high credit ratings. The credit risk exposure and creditworthiness of these counterparties are continuously monitored, and the aggregate value of transactions is reasonably distributed to avoid significant concentration of credit risk.

Credit risk arising from term deposits and other balances with banks is considered minimal, as the counterparties are banks and recognized financial institutions with high credit ratings assigned by international credit rating agencies. No collateral is held against these balances.

The average credit period for sale of products ranges from 60 to 90 days. Credit risk arising from trade receivables is managed in accordance with the Company's established policies, procedures, and controls relating to customer credit risk management. The creditworthiness of each customer is assessed based on a detailed evaluation, and individual credit limits are defined or revised accordingly. The Company's exposure to credit risk is diversified, as the customer base is large and not concentrated. Only a few customers represent more than 10% of the total trade receivables balance. As a practical expedient, the Company measures the expected credit loss (ECL) on trade receivables using a provision matrix. The matrix is based on historically observed default rates over the expected life of the trade receivables and is adjusted for forward - looking estimates. The provision matrix as at the end of the reporting period is as follows:

Net Outstanding > 365 Days	Percentage of Collection to Gross Outstanding in Current Year	Credit Loss Allowances
Yes	< 25%	Yes, to the extent of lifetime expected credit losses outstanding as at reporting date.
Yes	> 25%	Yes, to the extent of lifetime expected credit losses pertaining to balances outstanding for more than one year.

(Amount ₹ in Lakhs)

Movement in Expected Credit Loss Allowance on Trade Receivables	31.03.2025	31.03.2024
Balance at the beginning of the reporting period	44.72	42.21



<u>Add:</u> Loss allowance measured at lifetime expected credit losses	07.43	2.51
<u>Less:</u> Bad Debts written off during the reporting period	00.85	--
Balance at the end of reporting period	51.30	44.72

3) Liquidity Risk

Liquidity risk is the risk that the Company may encounter difficulty in meeting its financial obligations as they fall due, particularly those settled by delivering cash or another financial asset. This risk may arise from an inability to quickly liquidate financial assets at or near their fair value, or from insufficient cash flows to meet short-term and long - term commitments.

The Company has an established liquidity risk management framework to manage its short - term, medium - term, and long - term funding and liquidity requirements. Liquidity risk primarily arises due to mismatches in the maturities of financial assets and liabilities. To manage this risk, the Company maintains adequate levels of cash and cash equivalents. In addition, the Company has access to sufficient sanctioned credit facilities from banks, ensuring that it can meet its operational commitments in a timely and cost - effective manner.

The Company believes that its liquidity positions {As at March 31, 2025 ` 116.13 Lakhs (Previous Year ` 180.47 Lakhs)}, anticipated future internally generated funds from operations, and its fully available revolving undrawn credit facilities will enable it to meet its future known obligations in the ordinary course of business. However, if liquidity needs were to arise, the Company believes it has access to financing arrangements, value of unencumbered assets, which should enable it to meet its ongoing capital, operating and other liquidity requirements.

The liquidity position of the Company mentioned above, includes;

- Cash and Cash Equivalents as disclosed in the Cash Flow Statements
- Current / non - current term deposits as disclosed in the other financial assets.

The Company's liquidity management process as monitored by the managements, includes:

- Day to day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- Maintaining rolling forecasts of the Company's liquidity position on the basis of expected cash flows.
- Maintaining diversified credit lines.

The below table analysis shows the financial liabilities of the Company in the relevant maturity grouping based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows:

(Amount in ` Lakhs)

Particulars	Less than 1 Year	Between 1 to 5 Year	More than 5 Year	Total	Carrying Value
As At March 31, 2025					
Borrowings	32.82	127.65	--	160.47	160.47
Other Financial Liabilities	03.58	--	--	03.58	03.58
Trade Payables	56.08	--	--	56.08	56.08
As At March 31, 2024					



Borrowings	313.22	12.52	--	325.74	325.74
Other Financial Liabilities	23.68	00.07	--	23.75	23.75
Trade Payables	54.03	--	--	54.03	54.03

“Note No. - 35C” - Capital Management

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles.

- Maintain the financial strength to ensure good rating domestically and investment grade ratings internationally.
- Ensure financial flexibility and diversify the source of financing and their maturities to minimize liquidity risk while meeting its investment requirements.
- Ensure sufficient liquidity is available (either through cash and cash equivalents, investments or committed credit facilities) to meet the needs of the business.
- Minimize the finance costs while taking into consideration current and future industry, market and economic risks and conditions.
- Safeguard its ability to continue as going as a going concern.
- Leverage optimally in order to maximize shareholder's returns while maintaining strength and flexibility of the Balance Sheet.

This framework is adjusted based on underlying macro-economic factors affecting the business environment, financial market conditions and interest rates environment.

The Board of Directors of the Company has primary responsibilities to maintain a strong capital base and reduce the cost of capital through a prudent management of deployed fund and leveraging in domestic and international financial market so as to maintain investors, creditors and market confidence and to sustain future development of the business.

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholders value.

As at March 31, 2025 and March 31, 2024, the Company has only one class of equity shares and has low debts. Consequent to such capital structure, there are no externally imposed capital requirements. In order to maintain or achieve an optimal capital structure, the Company allocates its capital for distribution as dividend or reinvestment into business based on its long - term financial plans.

The Company manages its capital on the basis of the Net Debt to Equity Ratio which is Net Debt (Total Borrowings net of Cash and Cash Equivalents) divided by total equity.

Particulars	(Amount ` in Lakhs)	
	March 31, 2025	March 31, 2024
Total Liabilities	229.28	405.53
<u>Less: Cash and Cash Equivalents</u>	<u>17.91</u>	<u>10.40</u>
Net Debt (A)	211.38	395.13
Total Equity (B)	1,059.91	1,115.65



Net Debts to Total Equity (A) / (B)	00.20	00.35
-------------------------------------	-------	-------

The Company has complied with the covenants as per the terms and conditions of the major borrowing facilities throughout the reporting period and previous reporting period.

36 Capital Work-in-Progress ageing Schedule						
S. No.	Particulars	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2025
1	Projects-in-Progress	5.55	-	-	-	5.55
2	Projects temporarily suspended	-	-	-	-	-
S. No.	Particulars	Less than One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2024
1	Projects-in-Progress	-	-	-	-	-
2	Projects temporarily suspended	-	-	-	-	-

There are no capital work-in-progress, where completion is overdue against the original planned timelines or where the estimated cost exceeded its original planned costs as at March 31, 2025 and March 31, 2024.

37 Trade Receivable ageing Schedule								
S. No.	Particulars	Not Due	Less than Six Months	Six Months to One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2025
Trade Receivable - Unsecured								
a)	Undisputed, Considered Good	56.84	64.37	60.13	32.93	-	-	214.26
b)	Undisputed, Considered Doubtful	-	-	-	-	37.01	-	37.01
c)	Disputed, Considered Good	-	-	-	-	-	-	-
d)	Disputed, Considered Doubtful	-	-	-	-	-	-	-
		56.84	64.37	60.13	32.93	37.01	-	251.27
e)	Less: Allowance for Doubtful Debts							45.80
	Total...(')							205.47

S. No.	Particulars	Not Due	Less than Six Months	Six Months to One Year	One to Two Years	Two to Three Years	More than Three Years	Total As At 31.03.2024
Trade Receivable - Unsecured								
a)	Undisputed, Considered Good	230.92	48.39	11.48	-	-	-	290.79
b)	Undisputed, Considered Doubtful	-	-	-	3.78	3.26	30.18	37.22
c)	Disputed, Considered Good	-	-	-	-	-	-	-
d)	Disputed, Considered Doubtful	-	-	-	-	-	-	-
		230.92	48.39	11.48	3.78	3.26	30.18	328.01
e)	Less: Allowance for Doubtful Debts							38.37
	Total...(')							289.64

The Company does not have any unbilled dues as at March 31, 2025 and March 31, 2024.



38 Trade Payable Ageing Schedule							
S. No.	Particulars	Not Due	Less than One Year	One to Two Year	Two to Three Years	More than Three Years	Total As At 31.03.2025
Trade Payable (Including Acceptance)							
a)	MSME	-	-	-	-	-	-
b)	Other than MSME	53.76	-	-	-	2.32	56.08
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	Total...(')	53.76	-	-	-	2.32	56.08

S. No.	Particulars	Not Due	Less than One Year	One to Two Year	Two to Three Years	More than Three Years	Total As At 31.03.2024
Trade Payable (Including Acceptance)							
a)	MSME	-	-	-	-	-	-
b)	Other than MSME	51.71	-	-	2.32	-	54.03
c)	Disputed Dues - MSME	-	-	-	-	-	-
d)	Disputed Dues - Other than MSME	-	-	-	-	-	-
	Total...(')	51.71	-	-	2.32	-	54.03

The Company does not have any unbilled dues as at March 31, 2025 and March 31, 2024.

39 Key Financial Ratio						
S. No.	Ratio	Numerator	Denominator	As At 31.03.2025	As At 31.03.2024	% Variation
1	Current Ratio ^(a)	Current Assets	Current Liabilities	6.99	1.95	257.36%
2	Debt to Equity Ratio ^(b)	Total Debts (Borrowings)	Total Equity	0.15	0.29	-48.15%
3	Debt Service Coverage Ratio ^(c)	Earning available for debt service	Finance Costs + Repayments of Borrowings	1.94	6.17	-68.48%
4	Return on Equity ^(d)	Profit after tax (PAT)	Average Total Equity	-5.13%	11.01%	-146.57%
5	Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	4.01	4.08	-1.61%
6	Trade Receivable Turnover Ratio	Revenue from Operations	Average Trade Receivables	5.09	4.66	9.22%
7	Trade Payable Turnover Ratio	Net Purchase of Trading Stocks	Average Trade Payables	18.83	16.78	12.18%
8	Net Capital Turnover Ratio ^(e)	Revenue from Operations	Working Capital (Current Assets - Current Liabilities)	2.26	4.06	-44.35%
9	Net Profit Ratio ^(d)	Profit after tax (PAT)	Revenue from Operations	-4.43%	7.67%	-157.72%
10	Return on Capital Employed ^(f)	Profit before Interest (excluding interest on lease liabilities), exceptional items and tax	Average Capital Employed (Total Assets - Total Current Liabilities (Excepts Borrowings))	3.15%	15.02%	-79.04%



Note:					
(a)	Advances paid to vendors towards the purchase of products have increased the current assets as compared to the previous reporting period, resulting in an improvement in the current ratio.				
(b)	A reduction in borrowings compared to the previous reporting period, along with a loss arising from the reversal of deferred tax assets, has impacted the Debt-to-				
(c)	A decline in profit as compared to the previous reporting period has adversely impacted the EBITDA, which in turn has affected the Debt Service Coverage Ratio.				
(d)	The reversal of deferred tax assets during the reporting period has adversely impacted the net profit, thereby affecting the Return on Equity (ROE) Ratio				
(e)	The reduction in turnover as compared to the previous reporting period, coupled with an increase in net working capital, has adversely impacted the Net Capital Turn				
(f)	The reversal of deferred tax assets during the reporting period has adversely impacted the net profit, thereby affecting the Return on Capital Employed (ROCE).				

Note No. 40: Information on Related Party Transaction as required by Indian Accounting Standards - 24 - "RELATED PARTY DISCLOSURE" for the year ended March 31, 2025.

Related parties as defined under clause 9 of the Ind AS - 24, "Related Party Disclosure" have been identified on the basis of representations made by the Company's management and information available with the Company. The Company's material related party transactions and outstanding balances with whom the Company had entered into the transactions in the ordinary course of Business are as follows:

1. Related Party where Significant Influences Exists

- Hariyana Ventures Limited (Formerly known as Hariyana Metals Limited)
- Celestial Steel Structures Private Limited
- Hariganga Alloys and Steels
- Shri Ashtavinayak Steels Private Limited
- Shree Gopal Finance Private Limited
- Eva Hospitality Concepts Private Limited
- Maa Bhagwati Land and Developments (P) Limited
- Energetics Investments Q Consultants Private Limited
- Keshvam Infraventures Private Limited
- Hariyana Realty (Spouse of Director is Proprietor in the Firm)

2. Key Managerial Person Name and their Designation

S. No.	Name of the Persons	Designation
a)	Shri Dinesh Gangaram Agrawal	Managing Director
b)	Shri Harish Gangaram Agrawal	Executive Director
c)	Shri Krishanu Harish Agrawal	Executive Director
d)	Smt. Sonali Pramod Paithankar	Independent Director (Retired on January 09, 2025)
e)	Smt. Sujata Abhijit Misal	Independent Director (Joined on January 09, 2025)
f)	Shri Pramod Dnyaneshwar Kale	Independent Director
g)	Shri Rajesh Singh	Independent Director
h)	Smt. Akshita Harish Agrawal	Chief Financial Officer
i)	Smt. Monica Jain	Company Secretary (Retired on January 09, 2025)
j)	Smt. Pragya Agarwal	Company Secretary (Joined on January 09, 2025)

Terms and Conditions with the transactions with Related Parties are as under:



a) The Company has been entering into transactions with the related parties for its business purpose. The process followed for entering into transactions with these related parties are same as followed for unrelated parties. Vendors are selected competitively having regard to strict adherence to quality, timely servicing and cost advantage. Further related party vendors provide additional advantage in terms of:

i) Supplying products primarily to the Company.

ii) Advanced and innovative technology.

iii) Customization of products to suit the Company's specific performance.

iv) Enhancement of the Company's purchase cycle and assurance of just in time supply with resultants benefits - notably on working capital.

b) The sales to and purchases from the related parties are made on the term equivalents to and those applicable to all unrelated parties on arm's length transactions.

c) Outstanding balances of the related parties at the end of the reporting period are unsecured, interest free and will be settled in the cash on demand basis.

Transaction with Related Parties is as under:

(Amount in ` Lakhs)

S. No.	Particulars	Related Party where Significant Influences Exists	Key Managerial Person	Relative of Key Managerial Person
1.	Managerial Remuneration			
	Shri Dinesh Agrawal	--	` NIL (P. Y. ` 18.00)	--
	Shri Harish Agrawal	--	` NIL (P. Y. ` 18.00)	--
2.	Salary and Perquisites			
	Smt. Sanjoli Saraf	--	` NIL (P. Y. ` 00.20)	--
	Smt. Monica Jain	--	` 1.13 (P. Y. ` 01.50)	
	Smt. Akshita Harish Agrawal	--	` 00.40 (P. Y. ` 00.40)	--
	Smt. Pragya Agrawal	--	` 00.66 (P. Y. ` NIL)	--
3.	Director Sitting Fees			
	Shri Pramod Kale	--	` 00.40 (P. Y. ` 00.40)	--
	Smt. Sonali Paithankar	--	` 00.20 (P. Y. ` 00.40)	--
	Smt. Sujata Abhijit Misal	--	` 00.20 (P. Y. ` NIL)	--
4.	Interest Received			
	Keshvam Infraventures Private Limited	` 49.29 (P. Y. ` 09.95)		
5.	Receipt of Unsecured Loans			
	Shri Dinesh Agrawal	--	` 211.79 (P. Y. ` 00.10)	--



	Shri Harish Agrawal	--	₹ 201.63 (P. Y. ₹ 31.60)	--
	Shri. Krishanu Agrawal	--	₹ 53.50 (P. Y. ₹ 05.00)	
	Shree Gopal Finance Private Limited	₹ 08.00 (P. Y. ₹ NIL)	--	--
6.	Repayments of Unsecured Loans			
	Shri Dinesh Agrawal	--	₹ 137.00 (P. Y. ₹ 00.10)	--
	Shri Harish Agrawal	--	₹ 158.22 (P. Y. ₹ 30.10)	--
	Shri. Krishanu Agrawal	--	₹ 54.03 (P. Y. ₹ 00.03)	
	Shree Gopal Finance Private Limited	₹ 04.50 (P. Y. ₹ NIL)	--	--
7.	Grant of Loans and Advances			
	Keshvam Infraventures Private Limited	₹ NIL (P. Y. ₹ 320.00)	--	--
8.	Repayment of Loans and Advances			
	Keshvam Infraventures Private Limited	₹ 30.00 (P. Y. ₹ NIL)	--	--
9.	Reimbursement of Expenses			
	Shree Gopal Finance Private Limited	₹ NIL (P. Y. ₹ 00.13)	--	--
	Hariyana Ventures Limited	₹ NIL (P. Y. ₹ 00.003)	--	--
	Hariyana Realty	₹ 00.50 (P. Y. ₹ NIL)	--	--
10.	Reimbursement of Expenses Received			
	Shree Gopal Finance Private Limited	₹ NIL (P. Y. ₹ 00.13)	--	--
	Hariyana Ventures Limited	₹ NIL (P. Y. ₹ 00.003)	--	--
	Hariyana Realty	₹ 00.50 (P. Y. ₹ NIL)	--	--
11.	Non - Current Investment			
	Keshvam Infraventures Private Limited	₹ NIL (P. Y. ₹ 00.18)	--	--

Balances payable / receivable to the related parties as at March 31, 2025

(Amount in ₹ Lakhs)



S. No.	Particulars	Related Party where Significant Influences Exists	Key Managerial Person	Relative of Key Managerial Person
1.	Salary and Perquisites			
	Smt. Akshita Harish Agrawal	--	₹ NIL (P. Y. ₹ 00.80)	--
2.	Remuneration Payable			
	Shri Dinesh Agrawal	--	₹ NIL (P. Y. ₹ 09.66)	--
	Shri Harish Agrawal	--	₹ NIL (P. Y. ₹ 09.63)	--
3.	Unsecured Loans			
	Shri Harish Agrawal	--	₹ 44.91 (P. Y. ₹ 01.50)	--
	Shri Dinesh Agrawal	--	₹ 74.79 (P. Y. ₹ NIL)	--
	Shri. Krishanu Agrawal	--	₹ 04.45 (P. Y. ₹ 04.98)	--
	Shree Gopal Finance Private Limited	₹ 03.50 (P. Y. ₹ NIL)	--	--
3.	Loans and Advances			
	Keshvam Infraventures Private Limited	₹ 343.32 (P. Y. ₹ 320.00)	--	--
4.	Advances to Others			
	Hariganga Alloys and Steels	₹ 02.50 (Dr.) (P. Y. ₹ 02.50 (Dr.))	--	--

“Note No. 41 - Additional Regulatory Information as required by the Schedule - III of the Companies Act, 2013”

i) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken as at the balance sheet date. The Company has not defaulted in the repayment of principal and interest thereon on all the loans obtained from banks and financial institutions during the reporting period and previous reporting period.

ii) The title deed in respect of self - constructed building and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in the favor of the Company), disclosed in the financial statements and included under the head of property, plants and equipment are held in the name of the Company as at the Balance Sheet date. In respect of the immovable properties taken on lease by the Company, the lease agreements are in the name of the Company as at the Balance Sheet date.

iii) There are no loans and advances in the nature of loans are granted to promoters, directors, key managerial parties and the other related parties including the subsidiaries, associates and joint venture (as defined under the Companies Act, 2013), either severally and jointly with any other person that are;

a) repayable on demand or;

b) without specifying any terms or period of repayments.

iv) The Company does not have benami property held in its name. No proceeding has been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the relevant Rules made thereunder.

v) The Company has been sanctioned working capital limit from bank and financial institutions on the basis of security of current assets. The monthly / quarterly returns and the statements filed by the Company with such banks and financial institutions are in agreements with the books of accounts of the Company.



vi) The Company has not been declared as a willful defaulter by the banks and the financial institutions or other lender or government or any government authorities.

vii) The Company has not been entered any transactions with the companies struck off as per the section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 2013, hence the details related to the same has not been furnished.

viii) The Company does not have any charges or satisfaction of charges which is yet to be registered with the Registrar of Company beyond the statutory period.

ix) The Company neither subsidiaries nor associates and nor joint ventures, hence the requirements with respect to the number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017 is not applicable.

x) Utilization of borrowed funds and share premium

1) The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (intermediaries) with the understanding that the intermediaries shall:

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or;

b) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.

2) The Company has not received any funds from persons or entities, including foreign entities (Funding Parties) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a) 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;

b) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.

xi) There have been no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the reporting period and previous reporting period in the tax assessments under the Income Tax Act, 1961.

xii) The Company has neither traded nor invested nor advanced in Crypto or Virtual Currency during the reporting period and previous reporting period.

42	Corporate Social Responsibility		
	The Company does not meet the eligibility criteria as specified under section 135 of the Companies Act, 2013. Accordingly, the provisions relating to Corporate Social Responsibility (CSR) are not applicable to the Company for any of the reporting periods presented under the Ind AS financial statements.		
43	Dividend		
	During the current and previous reporting periods, the Board of Directors of the Company has not declared any interim dividend at their respective meetings, in accordance with the provisions of section 123 of the Companies Act, 2013. Further, the Board of Directors has not proposed any final dividend at its meeting held on May 24, 2025, for the financial year ended March 31, 2025.		



44	Contingent Liabilities		
		31.03.2025	31.03.2024
		-	-
	Contingent Liabilities		
	a) Bank Guarantees given by the Company's Banker's	-	-
	b) Bill discounted with the Company's Banker's under the Letter of Credit	-	-
	c) Bill discounted by the Company's Banker's under the Letter of Credit	-	-
	Total...(*) (A)	-	-
	d) Penalty imposed by Adjudicating Officer under the Securities Exchange Board of India Act, 1992, Securities Contracts (Regulation) Act, 1956 and SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015*	3.00	3.00
	Total...(*) (B)	3.00	3.00
	Total...(*) (A + B)	3.00	3.00

* The Company has received a final adjudication order dated April 15, 2024, under section 15HB of the SEBI Act, 1992, and sections 23A(a) and 23H of the Securities Contracts (Regulation) Act, 1956, for violations of various provisions, vide Order No. Order/AS/RM/2024-25/30267-30270. The said order imposed a penalty of ₹ 03.00 Lakhs each on the Company, Shri Dinesh Gangaram Agrawal (Director), Shri Harish Gangaram Agrawal (Director), and Smt. Akshita Agrawal (Chief Financial Officer). The Company has preferred an appeal against the said SEBI order before the Securities Appellate Tribunal (SAT), Mumbai. Accordingly, no provision for the said liability has been made in the financial statements. (Refer "Note No. 47" for further details.)

45	Capital and Other Commitments		
		31.03.2025	31.03.2024
		-	-
	Capital Commitments		
	Estimated amount of contracts remaining to be executed by the Company on Capital and not provided for		
	towards Property, Plants and Equipments	10.93	-
	towards Other Intangible Assets	-	-
	Total Capital Commitments...(*) (A)	10.93	-

	Other Commitments		
	Bill Discounted and Letter of Credit issued by the Company's Bankers	-	-
	Forward Exchange Contract Payables	-	-
	Total Other Commitments...(*) (B)	-	-
	Total...(*) (A + B)	10.93	-

46	Details of Hedge and Unhedged Exposures in Foreign Currency Denominated Monetary Items		
A)	Exposure in Foreign Currency - Hedged		
	The Company does not enter into any forward exchange contracts to hedge its foreign currency exposures arising from underlying transactions and firm commitments. Further, the Company has not entered into any derivative instruments for trading or speculative purposes during the reporting period as well as the previous reporting period presented in the financial statements.		
B)	Exposure in Foreign Currency - Unhedged		
	The Company does not have any unhedged foreign currency exposure, whether in respect of receivables or payables, as at the end of the reporting period and the previous reporting period. Accordingly, the disclosure requirements under this clause are not applicable to the Company.		



- 47 The Securities and Exchange Board of India ("SEBI") received a Financial Reporting Quality Review Report ("FROQR") dated February 14, 2022, from the National Financial Reporting Authority ("NFRA") in relation to the Company, wherein serious lapses were noted with respect to the application of accounting and auditing standards for the financial year ended on or before March 31, 2021. Pursuant to the said report, SEBI conducted an investigation to determine whether there was any misrepresentation in the financial statements of the Company under the provisions of the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, or any other applicable rules, regulations, or directions issued by SEBI. Based on the findings of the investigation, SEBI initiated adjudication proceedings against the Company, Shri Dinesh Gangaram Agrawal (Director), Shri Harish Gangaram Agrawal (Director), and Smt. Akshita Agrawal (Chief Financial Officer) under section 15HB of the SEBI Act, 1992, and sections 23A(a) and 23(H) of the Securities Contracts (Regulation) Act, 1956, for violations of various provisions. After considering all relevant facts and circumstances, SEBI passed an Adjudication Order dated April 15, 2024 (Order No. Order/AS/RM/2024-25/30267-30270), imposing a penalty of ₹ 03.00 Lakhs each on the Company and the aforementioned individuals. The Company has filed an appeal against the said SEBI Order before the Securities Appellate Tribunal (SAT), Mumbai, which is currently pending adjudication.

48	Disclosure pursuant to regulation 34(3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Section 186 of the Companies Act, 2013		
	Details of Loans and Advances in the nature of loans given to subsidiaries, associates and others are as follows:		
		Amount Outstanding As At 31.03.2025	Maximum Outstanding during the period
	<u>Loans and Advance (Given)</u>		
	Keshvam Infraventures Private Limited	343.32	343.32

The above - mentioned loans have been extended for the business purposes of the respective recipients and have been utilized accordingly. These loans are unsecured in nature and are repayable on demand.

Loans extended to employees (including directors) under various employee benefit schemes of the Company have been considered to be outside the purview of related party disclosure requirements, in accordance with the applicable accounting standards and regulatory provisions.

Pursuant to Section 186 of the Companies Act, 2013:

	31.03.2025	31.03.2024
<u>Loans, Guarantees or Investments</u>		
Loans Given	343.32	320.00
Guarantee Given	-	-
Investment made	0.18	0.18



49

The Code on Social Security, 2020 (the "Code"), which subsumes various existing laws relating to employee benefits during employment and post - employment, received Presidential assent on September 28, 2020, and has been published in the Official Gazette of India. However, the effective date of implementation of the Code and the final rules thereunder are yet to be notified by the Central Government. The Company will evaluate the impact of the Code and its related rules once they are notified and will give effect to any changes in accounting of employee benefits in the period in which the Code becomes effective. Based on a preliminary assessment, the Company does not expect any material financial impact on its financial statements.

50 Earnings Per Share

(Amount ` in Lakhs, except earnings per share and number of shares data)

	31.03.2025	31.03.2024
Earnings Per Share		
Net Profit / (Loss) after tax as per the Statement of Profit or Loss attributable to the holder of Equity Shares	(55.75)	116.38
Nominal Value of Equity Shares (`)	10.00	10.00
Weighted average number of Equity Shares used as denominator for calculating the earnings per share	717,000	717,000
Basic and Diluted Earnings Per Share...(`)	(7.78)	16.23

51

The financial statements are approved for issue by the Audit Committee at its meeting held on May 24, 2025, and by the Board of Directors on their respective meeting held on May 24, 2025.

52

Previous years audited figures has been regrouped / recasted / rearranged wherever necessary to make them comparable for the purpose of preparation and presentation of Ind AS financial statements.

SIGNATURE TO THE NOTE "1" TO NOTE "52"
MATERIAL ACCOUNTING POLICIES

1

THE ACCOMPANYING NOTES ARE FORMING INTEGRAL PART OF THE FINANCIAL STATEMENTS
AS PER OUR REPORT OF EVEN DATE ATTACHED
FOR AND ON BEHALF OF THE BOARD

For **MANISH N JAIN & CO.**

Chartered Accountants

FRN No.: 0138430W

DINESH AGRAWAL

Director

DIN No.: 00291086

HARISH AGRAWAL

Director

DIN No.: 00291083

ARPIT AGRAWAL

Partner

Membership No. 175398

AKSHITA AGRAWAL

Chief Financial Officer

PRAGYA AGARWAL

Company Secretary

Place: Nagpur

Dated: **May 24, 2025**

UDIN No.: **25175398BMIEJZ2551**

Place: Nagpur

Dated: **May 24, 2025**

Place: Nagpur

Dated: **May 24, 2025**