



INDUCTO STEEL LTD

September 07, 2020

To,
BSE Limited
Corporate Relations Department,
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Scrip Code: 532001
Scrip Name: INDCTST

Sub: Submission of the Annual Report for the financial year ended March 31, 2020.

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

Dear Sir/Madam,

The Thirty Second Annual General Meeting ("AGM") of the Company is scheduled to be held on Wednesday, September 30, 2020 at 10.00 a.m. (1ST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) to transact the businesses, set out in the Notice convening the AGM in compliance with all applicable provisions of the Companies Act, 2013 (the "Act") and the Rules made thereunder read with Ministry of Corporate Affairs (MCA). General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "listing Regulations") and SEBI Circular No. SEBI/HO/CFD/ CMDI/CIR/P/2020/79 dated May 12, 2020.

Pursuant to Regulation 34 of the Listing Regulations, we enclose herewith a copy of the Annual Report along with Notice of the AGM and other Statutory Reports for the financial year ended March 31, 2020, which is also being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/ Depositories.

The Annual Report for the financial year 2019-20 along with Notice of the 32nd AGM is uploaded on the website of the Company at <http://www.hariyanagroup.com/>

The above is for your information and record.

Thanking you.

Yours faithfully,
For **INDUCTO STEEL LIMITED**

Rajeev Shantisarup
Renwal

Digitally signed by Rajeev Shantisarup Renwal
DN: cn=Rajeev Shantisarup Renwal, o=H,
sn=Maharashtra, ou=Personal,
serialNumber=66b071c95650988b05dcd1b90749acde5c3
1d7385be188cfaee8c1e556477d4
Date: 2020.09.07 13:33:22 +05'30'

RAJEEV SHANTISARUP RENIWAL
CHAIRMAN & MANAGING DIRECTOR
(DIN: 00034264)

Corporate Office: 156, Maker Chambers VI, 220, Jamnalal Bajaj Marg, Nariman Point, Mumbai- 400 021.
Tel.- 022 - 22043211 Fax- 22043215 E-mail: secretarial.inducto@gmail.com
Web Site: www.hariyanagroup.com CIN NO. L27100MH1988PLC194523
ISO 9001-2008/14001-2004 & OHSAS 18001-2007 Certified



INDUCTO
STEEL LTD

2019-20

32ND

**ANNUAL
REPORT**

GO GREEN TODAY

As a responsible corporate citizen, the Company welcomes and supports the 'Green Initiative' taken by the Ministry of Corporate Affairs enabling the Company to effect electronic delivery of documents. The above initiative will go a long way in conserving paper which is a natural resource as also result in substantial savings on printing and posting of Annual Reports and other documents of your Company sent to shareholders. Members are requested to support this green initiative by updating their email address with the respective Depository Participants in case of electronic shareholding or registering their email addresses with the Company's Registrar and Transfer Agents in case of physical shareholding. Join this cause and make the world a cleaner, greener and healthier place to live.

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Company Details

INDUCTO STEELS LIMITED

CIN: L27100MH1988PLC194523

Reg. Ofc: 156, Maker Chambers VI, 220 Jamnalal Bajaj Marg, Nariman Point, Mumbai-400021

Tel: 022 – 22043211; Fax– 22043215

E-mail: secretarial.inducto@gmail.com / contact@hariyanagroup.com;

Website: www.hariyanagroup.com

BOARD OF DIRECTORS

Mr. Rajeev Reniwal (DIN:00034264)

Chairman & Managing Director

Mrs. Sweety Reniwal (DIN: 00041853)

Non-Executive Director

Mr. Yogesh Thakkar (DIN: 00043588)

Independent & Non-Executive Director

Mr. Bhushanlal Behl (DIN: 03023697)

Independent & Non- Executive Director

KEY MANAGERIAL PERSON

Mr. Rajeev Reniwal

Managing Director

Mr. Dilip Kaushik

Chief Financial Officer

Ms. Rupali Somani

Company Secretary (Appointed w.e.f. 07.10.2019)

Ms. Arpita Doshi

Company Secretary (Resigned w.e.f 31.05.2019)

Joint Statutory Auditors	M/s. P. D. Goplani & Associates Chartered Accountant [ICAI Firm Registration No. 118023W]	M/s. Lahoti Navneet & Co Chartered Accountants [ICAI Firm Registration No. 116870W]
Secretarial Auditors	M/s. Dilip Bharadiya & Associates, Company Secretaries	
Registrar and Share Transfer Agent	Sharex Dynamic (India) Private Limited	

BANKER(S)

Punjab National Bank

BRANCH OFFICE

Hariyana House, 2165/A-2, 2nd Floor, Sanskar Mandal Chowk, Bhavnagar – 364 002

With effect from 1st July, 2020, Company's branch Office has been shifted to: Hariyana Ship Breakers Limited, Atlanta Building, Plot No 2171-72/C, Opp Joggers Park, G-1 Attabhai Road, Bhavnagar-364991, Gujarat

SHIP BREAKING YARD

Plot No.14, Ship Breaking Yard, Alang, District Bhavnagar, Gujarat- 364001

INDUCTO STEELS LIMITED

(CIN: L27100MH1988PLC194523)

156, Maker Chambers VI, 220, Jamnalal Bajaj Marg, Nariman Point, Mumbai- 400021

Website: www.hariyanagroup.com;

Email: secretarial.inducto@gmail.com / contact@hariyanagroup.com

Tel: 022-22043211; Fax: 22043215

E-COMMUNICATION REGISTRATION FORM

Dear Members,

The Ministry of Corporate Affairs and the Securities and Exchange Board of India have commenced Green Initiative by allowing paperless compliances by Companies. The Companies can send Annual Reports and General Notices in electronic mode to Members who have registered their e-mail addresses for the purpose.

It is a welcome move for the society at large as this will reduce paper consumption to a great extent and allow Shareholders to contribute towards a Greener Environment. This is a golden opportunity for every Shareholder of the Company to contribute to the Corporate Social Responsibility initiative of the Company.

We therefore invite all our Members to contribute to the cause by filling up the form given below to receive communication from the Company in electronic mode. You can also download the enclosed registration form which is available on the website of the Company i.e. www.hariyanagroup.com.

Let's be part of this 'Green Initiative'!

Please note that as a Member of the Company you will be entitled to receive all such communication in physical form, upon request

Best Regards,

Rajeev Reniwal
Chairman

E - COMMUNICATION REGISTRATION FORM

Folio No. / DP ID and Client ID:
.....

Name of 1st Registered Holder:
.....

Name of Joint Holder(s):
.....

Registered Address:
.....
.....

E-mail ID (to be registered):
.....

I/ We Member(s) of INDUCTO STEELS LIMITED agree to receive communication from the Company in electronic mode.

Please register my above e-mail address in your records for sending communication through E-mail.

Date:

Signature:

Note: Member(s) are requested to provide the e-mail ID very carefully, as all the communication from the Company shall be sent to the e-mail ID provided through this form. The Shareholders are also requested to keep the Company informed as and when there is any change in the registered E-mail address.

NOTICE

Notice is hereby given that the **32nd Annual General Meeting** (*"the Meeting"*) of the members of **Inducto Steels Limited** (*"the Company"*) (CIN: L27100MH1988PLC194523) will be held on **Wednesday, September 30, 2020 at 10.00 a.m.** through Video Conferencing (*"VC"*) / Other Audio Visual Means (*"OAVM"*) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2020 along with the reports of the Directors and Auditors thereon and in this regard, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2020 alongwith the reports of the Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. To re-appoint Mrs. Sweety Reniwal (DIN: 00041853), who retires by rotation as a Director and being eligible, offers herself for re-appointment and in this regard, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Sweety Reniwal (DIN: 00041853), who retires by rotation at this meeting be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

On behalf of the Board of Directors
For **Inducto Steels Limited**

Sd/-
Rajeev Reniwal
Managing Director
(DIN:00034264)

Sd/-
Sweety Reniwal
Director
(DIN: 00041853)

Date: September 01, 2020
Place: Mumbai

NOTES

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (*"MCA"*) has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as *"MCA Circulars"*) permitted the holding of the Annual General Meeting (*"AGM"*) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (*"Act"*), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (*"SEBI Listing Regulations"*) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (*"the Act"*), Meetings (SS-2), in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting under Item No. 2 of the Notice, forms integral part of the notice. The Directors have furnished the requisite declarations for their re-appointment relating to the Business to be transacted at

the Annual General Meeting (“AGM/Meeting”) is annexed hereto. Details in pursuance of Regulation 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Clause 1.2.5 of Secretarial Standard on General Meetings.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to dilipbcs@gmail.com with a copy marked to evoting@nsdl.co.in
5. Pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014 read with Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and the Share Transfer Books of the Company will remain close from Wednesday, September 23, 2020 to Wednesday, September 30, 2020 (both days inclusive).
6. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company’s website www.hariyanagroup.com , website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL <https://www.evoting.nsdl.com>
7. 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 under Section 189 of the Companies Act, 2013 will be available for inspection in electronic mode. Members can inspect the same by sending an e-mail to secretarial.inducto@gmail.com
8. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
10. Instructions for e-voting and joining the AGM are as follows:

A. VOTING

- a. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Company is providing its members the facility to

exercise their right to vote on resolutions proposed to be considered at the 32nd Annual General Meeting (“AGM”) by electronic means and the business may be transacted through e-voting services. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility and the members may cast their votes using an electronic voting system from a place other than venue of the AGM (i.e., “remote e-voting”).

- b. The remote e-voting period will commence on Sunday, September 27, 2020 (9:00 a.m.) and will end on Tuesday, September 29, 2020 (5:00 p.m.). During this period, members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Wednesday, September 23, 2020, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
- c. The Company has appointed Mr. Dilip Bharadiya (holding Membership No. FCS 7956), Proprietor of M/s. Dilip Bharadiya & Associates, Company Secretaries, to act as the Scrutinizer and to scrutinize the entire e-voting process (i.e. remote e-voting at the AGM) in a fair and transparent manner.
- d. Members who are present in the meeting through VC / OAVM and have not casted their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.
- e. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- f. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, September 23, 2020.
- g. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
- h. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

Procedure for remote E-Voting:

The Company has entered into an arrangement with NSDL for facilitating remote e-voting for the AGM.

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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

Details on Step 1 is mentioned below:

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 ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password 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. Your password details 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.
 - 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.

Details on Step 2 is given below:

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

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. 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 dilipbcs@gmail.com with a copy marked to evoting@nsdl.co.in.
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.: 1800-222-990 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of 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 secretarial.inducto@gmail.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 secretarial.inducto@gmail.com

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.

11. OTHER INFORMATION:

- a. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
- b. The result alongwith the Scrutinizer's Report shall be placed on the Company's website www.hariyanagroup.com and on the website of NSDL www.evoting.nsdl.com immediately after the results are declared by the Chairman or a person authorised by him in writing. The same shall be communicated by the Company to the stock exchange i.e. BSE Limited.

12. DEMATERIALISATION OF HOLDINGS

- a. In accordance with the amendments to Regulation 40 of SEBI Listing Regulations, to be made effective later, the Securities and Exchange Board of India ("SEBI") has revised the provisions relating to transfer of listed securities, thereby curbing the risks of fraud and manipulation in physical transfer of securities.
- b. In terms of the amendments, requests for effecting transfer of listed securities shall be processed only if the securities are held in dematerialised form with a Depository (National Securities Depository Limited and Central Depository Services (India) Limited).

- c. Accordingly, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form to eliminate all risks associated with physical shares. Members can contact the Company or Sharex Dynamic (India) Private Limited for assistance in this regard.
- d. Transfer of securities only in demat form will improve ease; facilitate convenience and safety of transactions for investors.

13. SUBMISSION OF MEMBERS' PERMANENT ACCOUNT NUMBER ("PAN")

- a. SEBI has mandated submission of PAN by every participant in the Securities Market. Accordingly, Members holding shares in dematerialised form are requested to submit PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or Sharex Dynamic (India) Private Limited.
 - b. Also, in terms of the Circular dated April 20, 2018 issued by SEBI, Members holding securities in physical form are advised to register their PAN and Bank Account Details with the Company or Sharex Dynamic (India) Private Limited, by sending a duly signed letter alongwith self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. Alternatively, the Members may submit a copy of bank passbook/ statement, duly attested by the Bank. Members holding shares in dematerialised form are requested to ensure that the aforesaid information is submitted/ updated with their respective Depository Participant.
 - c. Further, in terms of the SEBI Listing Regulations, it is mandatory to furnish a copy of PAN card to the Company or Sharex Dynamic (India) Private Limited with respect to all requests pertaining to transfer of shares, deletion of name, transmission of shares and transposition of shares.
14. All the Members are requested to intimate changes, if any, pertaining to their name, postal address, E-mail address, telephone/ mobile numbers, PAN, mandates, nominations, power of attorney, bank details (such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.), with necessary documentary evidence, to their Depository Participants - in case the shares are held by them in dematerialised form and to the Company incase the shares are held by them in physical form.
15. In terms of the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website www.hariyanagroup.com Members holding shares in dematerialised form are requested to submit the said details to their Depository Participant(s) and the Members holding shares in physical form, are requested to submit the said details to the Company or Sharex Dynamic (India) Private Limited.
16. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or Sharex Dynamic (India) Private Limited, quoting their Folio No. or DP ID-Client ID, as the case may be.
17. Any Member desirous of receiving any information on the Financial Statements or Operations of the Company is requested to forward his/her queries to the Company at least seven

working days prior to the AGM through e-mail on secretarial.inducto@gmail.com. The same shall be replied by the Company suitably.

18. Shareholders who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, circulars etc. from the Company electronically.
19. Non-Resident Indian Members are requested to immediately inform the Company Sharex Dynamic (India) Private Limited or to the concerned Depository Participant(s), regarding:
 - a. the change in the residential status on return to India for permanent settlement; and/or
 - b. the particulars of the NRE Account with a Bank in India, if not furnished earlier.
20. Members are requested to please read the "Company's Recommendations to the Shareholders" provided in the "General Shareholder Information" Section of the Annual Report for the Financial Year 2019-20.

On behalf of the Board of Directors
For **Inducto Steels Limited**

Sd/-
Rajeev Reniwal
Managing Director
(DIN: 00034264)

Sd/-
Sweety Reniwal
Director
(DIN: 00041853)

Date: September 01, 2020
Place: Mumbai

EXPLANATORY STATEMENT

[Pursuant to Section 102 of The Companies Act, 2013 relating to the business set out in the accompanying Notice]

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT IN THE THIRTY SECOND ANNUAL GENERAL MEETING, AS SET OUT IN ITEM NOS. 2 OF THIS NOTICE, IN TERMS OF REGULATIONS 26(4) AND 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS

A. Brief resume including qualification, experience and expertise in specific functional area:

Mrs. Sweety Reniwal

Mrs. Sweety Reniwal is a Commerce graduate and has experience of over 1.7 decade in the field of business administration, finance, management, sales, marketing and corporate governance.

She is the Non Executive Director of the Company. Her contribution in the growth of the Company is commendable. Mrs. Sweety Reniwal is the member of the Nomination and Remuneration committee, Audit committee and Stakeholders' Relationship & Share Transfer Committee and the Corporate Social Responsibility Committee.

B. Other Details

Name of Director	Mrs. Sweety Reniwal
Director Identification Number (DIN)	00041853
Date of Birth	21/10/1973
Date of First Appointment	09/03/2002
Experience	17 years
Past Remuneration drawn from the Company	NIL
Remuneration sought to be paid	NIL
Shareholding in the Company as on March 31, 2020	4,07,745
Relationship with the other Directors, Manager and Other Key Managerial Personnel of the Company	Wife of the Managing Director
No. of Board Meetings attended during the Financial Year 2019-20	8
List of other Indian Public Limited Companies in which Directorships held⁽¹⁾	None
Chairperson/ Member of Committee(s) of Board of Directors of the Company⁽²⁾	2
Chairperson/ Member of the Committee(s) of Board of Directors of other Companies in which he is a Member/ Chairperson⁽²⁾	Nil

Notes:

(1) This excludes directorships in the Company, Foreign Companies, Private Companies, Companies incorporated under Section 25 of the erstwhile Companies Act, 1956 and Companies incorporated under Section 8 of the Act.

(2) In terms of the provisions of Regulation 26 of the SEBI Listing Regulations, Memberships/ Chairmanships in only two committees' viz. Audit Committee and Stakeholders' Relationship and Share Transfer Committee of Public Limited Companies are considered.

REPORT OF THE BOARD OF DIRECTORS

(INCLUDES MANAGEMENT DISCUSSION AND ANALYSIS)

Dear Members,

The Board of Directors are pleased to present the Company's Thirty Second (32nd) Annual Report and the Company's Audited Financial Statements (Standalone and Consolidated) for the financial year ended March 31, 2020 ("year under review/ FY 2019-20").

1. **MANAGEMENT DISCUSSION AND ANALYSIS**

To avoid repetition of information, the Management Discussion and Analysis on performance of the Company is presented below.

- **Global Overview:**

The global steel industry faced a challenging CY 2019, as demand growth in a few markets was largely offset by declines in the rest of the world. An uncertain economic environment, coupled with continued trade tensions, slowdown in global manufacturing notably auto sector and intensifying geopolitical issues, weighed on investment and trade. Similarly, production growth was only visible in Asia and the Middle East and to some extent in the US, while the rest of the world witnessed a contraction.

The global steel industry faced pricing pressure for most parts of CY 2019, in the wake of a protective market environment in key economies, including the imposition of Section 232 in the US. This was further aggravated due to country-specific demand slowdown, that fuelled market imbalances. In line with a conservative trade sentiment, consumer industries of steel undertook active destocking. This led to stunted capacity utilisation and resulted in net excess capacity globally. This was further complemented by addition of new capacities and resulted in downward pressure on steel prices

- **Domestic Overview:**

India is currently the 2nd largest producer of crude steel in the world. The steel industry has been one of the primary beneficiaries of India's rapid economic growth over the past couple of decades. However, steel demand remained subdued in CY 2019, largely due to lower consumption from construction, auto, infrastructure, real estate, and manufacturing industries. Further, the slowdown in the government's infrastructure investments and credit tightness impacted demand and consequently weighed on pricing.

- **Market Size**

India became the second-largest consumer of finished steel products in the world, surpassing the US in CY 2019. While the government's thrust on infrastructure development provided a boost, it was largely offset by the continued weakness in the auto and real estate sectors. Finished steel consumption grew by 1.4% to 100.01 MnT during FY 2019-20, non-alloy steel accounting for 94% (94.06 MnT) and the rest being alloy steel (5.95 MnT). Within the non-alloy, non-flat segment, bars and rods consumption was up 9.6% y-o-y to 39.72 MnT, while the non-alloy flats were led by hot rolled coils (HRCs) which was 40.63 MnT, down by 2.7% during FY 2019-20.

India's per capita steel consumption, which has a direct correlation with economic growth, grew at a CAGR of 4.12% to 68.9 kg between FY 2007-08 and FY 2017-18, driven by rapid growth in the industrial sector and robust infrastructure development (railways, roads and highways). However, compared with the global average of 208 kg, there exists a significant growth potential. Keeping this in mind, the National Steel Policy (NSP) was introduced in CY 2017 to increase per capita steel consumption to 160 kg by FY 2030-31. The NSP also set a target of achieving 300 MnT of production capacity, which translates into additional investments of ₹10 lakh crore (~US\$ 156.08 billion).

- **Government Initiatives**

One of the designated core industries, steel is key to the government's focus on driving growth in the infrastructure Segment. Towards this end, the following initiatives have been rolled out in support of the steel industry:

- The National Infrastructure Pipeline (NIP) is a noteworthy government initiative, which holds tremendous promises for the steel sector's growth. The NIP announced an investment of ₹102 lakh crore by FY 2024-25, of which roads, energy and urbanisation will contribute 60% of the total infrastructure build. For FY 2020-21, infrastructure spending is estimated at ₹19.5 lakh crore, up 43% from ₹13.5 lakh crore for FY 2019-20.
- Implemented Steel Import Monitoring System (SIMS), which aids in monitoring real-time import data on quantity, quality and value; the system helps detect misclassification and mis-declaration regarding over/ under-invoicing, preventing import of defective steel
- Imposed anti-dumping duty on galvalume products, ranging from US\$ 28-200/tonne; imports from China, South Korea and Vietnam are subject to duties.
- To ensure iron ore availability for domestic manufacturing, it introduced a 30% export duty on export of high grade iron ore (lumps and fines).
- Other measures are underway like the proposed steel scrap policy, safety codes, proposal to reduce royalty to 5% on low grade iron ore fines; Remission of Duties or Taxes on Export Products (RoDTEP) to replace existing Merchandise Export from India Scheme (MEIS); and engagement with international agencies to promote steel intensive design for roads, bridges and commercial and residential housing.

- **Macroeconomic Condition**

The Indian economy grew at only 5% in Q1 FY20, the slowest in the last six years. With steel demand growth being dependant on growth of gross domestic product (GDP), domestic steel consumption growth slowed down to 5.7% in April-July of FY20, against 7.5% and 7.9% in FY19 and FY18, respectively

According to the Joint Plant Committee, crude steel production declined by 1.5% y-o-y to 109.22 MnT in FY 2019-20, with a sharp contraction of 20% in March 2020 due to COVID-19 containment measures. Finished steel production grew 0.8% y-o-y to 102.06 MnT; non-alloy steel accounted for 96% (up from 93%), or 97.66 MnT, while alloy steel contributed the balance 4.4 MnT. In the non-alloy, non-flat finished steel segment, bars and rods grew by 3.6% y-o-y to 40.48 MnT, whereas in non-alloy flats, HRC grew by 2.6% y-o-y to 43.29 MnT.

- **Financial Performance and Analysis**

The Company's financial performance for the year ended March 31, 2020 is summarized below:

➤ **Standalone Ind AS Financial Results : Review and Analysis**

(Rs. In Lakhs)

Particular	For the financial year ended 31.03.2020	For the financial year ended 31.03.2019
Revenue from operations	4557.48	7583.41
Other Income	181.96	19.66
Total Revenue	4739.44	7603.07
Cost of raw materials consumed	4347.03	2581.73
Purchase of Stock – in – trade	-	4272.44
Changes in inventories of finished goods, stock – in – trade, work – in – process	75.60	(44.25)
Employee benefits expenses	112.69	100.27
Finance costs	7.74	85.37
Depreciation and amortization expenses	17.50	15.16
Other expenses	155.10	516.02
Total Expenses	4715.65	7526.76
Profit / (Loss) before tax	23.79	76.31
Less: Current Tax	2.04	36.44
Less: Deferred Tax	4.38	(2.82)
Profit / (Loss) after tax	17.37	42.69
Other Comprehensive Income	1.62	0.34
Total Comprehensive Income for the year	18.99	43.03
Earnings Per Share (Face Value of Rs. 10/- each)		
-Basic	0.43	1.06

-Diluted	0.43	1.06
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➤ **Standalone Cash Flow Analysis**

Particular	(Rs. In Lakhs)	
	For the financial year ended 31.03.2020	For the financial year ended 31.03.2019
Net Cash Flow from Operating Activities	402.82	(237.68)
Net Cash Outflow from Investing Activities	(404.60)	329.83
Net Cash Outflow from Financing Activities	(7.74)	(85.37)
Net Cash Inflow/(Outflow)	(9.51)	6.78

➤ **Revenue**

The company is in the business of ship breaking, trading and investment activities.

The sales turnover of the company for FY 2019-20 and FY 2018-19 were Rs. 4557.48 Lakhs and Rs. 7583.41 Lakhs respectively. In spite of frequent fluctuation in the prices of old ship in the international market and also heavy dollar exchange rate fluctuations, the company was able to perform well in terms of sales turnover. However, the prices in Iron and steel industry are gradually getting stabilized, but foreign currency and fluctuations in value of Indian Rupee vis-à-vis US Dollar remains a concerning area for the company even in the current year.

Whenever, there is no immediate payment liability against old ship purchased for breaking, the surplus funds available with the Company are given as loan on short term basis. The Company is hopeful that the Company can earn reasonable return on these loans/investments

Surplus funds are also invested in new avenues of earnings in the form of partnership with other entities like in Real Estate and Redeveloping firms. At present the Company has partnership with M/s. Calvin Divine Enterprises with 20% share and M/s. Shree Balaji Associates with 5% share. The management is hopeful that the Company can earn reasonable return on these investments.

➤ **Operating Profit (EBITDA)**

The Operating Profit of the Company, including finance cost and depreciation is Rs. 49.03 Lakhs (previous year Rs.176.85 Lakhs).

➤ **Finance Cost**

Finance cost during the year under review has decreased to Rs. 7.74 lakhs as compared to the previous year which amounted to Rs. 85.37 Lakhs during the year under review.

➤ **Depreciation**

Depreciation during the year increased to Rs. 17.50 lakhs from Rs. 15.16 lakhs as compared to previous year due to addition in fixed assets.

➤ **Consolidated Ind AS Financial Results : Review and Analysis**

(Rs. In Lakhs)

Particular	For the financial year ended 31.03.2020	For the financial year ended 31.03.2019
Revenue from operations	4557.48	7583.41
Other Income	181.96	19.66
Total Revenue	4739.44	7603.07
Cost of raw materials consumed	4347.03	2581.73
Purchase of Stock – in – trade	-	4272.44
Changes in inventories of finished goods, stock – in – trade, work – in – process	75.60	(44.25)
Employee benefits expenses	112.69	100.27
Finance costs	7.74	85.37
Depreciation and amortization expenses	17.50	15.16
Other expenses	155.10	516.02
Total Expenses	4715.65	7526.76
Profit / (Loss) before tax	23.79	76.31
Less: Current Tax	2.04	36.44
Less: Deferred Tax	4.38	(2.82)
Profit / (Loss) after tax	17.37	42.69
Other Comprehensive Income	1.62	0.34
Total Comprehensive Income for the year	18.99	43.03
Earnings Per Share (Face Value of Rs. 10/- each)		
-Basic	0.43	1.06

-Diluted	0.43	1.06
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➤ **Segmental Review**

The company's business segments are identified based on the geographic locations of its units and the internal business reporting system as per Ind AS 108. Business segments of the company are primarily categorized as: Mumbai (Trading & Investment) and Bhavnagar (Ship Breaking & Trading).

➤ **Segment-wise Standalone Ind AS Financial Results**

(Rs. In Lakhs)

Particulars	Mumbai	Bhavnagar	Total
Revenue from External Source	0	4557.48	4557.48
Segment Results Before Interest and Taxes	39.99	(8.46)	31.53
Segment Assets	3467.10	718.75	4185.85
Segment Liabilities	15.57	11.14	26.71

i. **Bhavnagar:**

During the financial year 2019-20, ship-breaking unit at Alang Ship Breaking Yard, Bhavnagar has performed well in term of sales turnover and net profit margin. In spite of volatile prices of old Ships, Iron and Steel products coupled with fluctuations in value of Indian Rupee vis-à-vis US Dollar during the year, this segment has achieved revenue of Rs. 4557.48 Lakhs and result of Rs. (8.46) Lakhs. Though the year under review saw fluctuation in the international market of old ships coming for breaking, the management was very cautious and purchased ships at proper time and built a good level of inventories to earn better profits in coming years. During the year under review, Trading activities were also carried out in Bhavnagar. Moreover, the management is of the view that, in the coming years the ship breaking industry will be stable and with expected boost in the economy the requirement of iron and steel will increase which will help the company to move towards its sustained path of growth.

ii. **Mumbai:**

During the year under review, the Mumbai Unit has not carried out any trading activities.

• **Industry Overview**

Steel is crucial to the development of any modern economy and is considered to be the backbone of human civilization. The level of per capita consumption of steel is treated as an important index of the level of socio-economic development and living standards of the people in any country. It is a product of a large and technologically complex industry having

strong forward and backward linkages in terms of material flows and income generation. All major industrial economies are characterized by the existence of a strong steel industry and the growth of many of these economies has been largely shaped by the strength of their steel industries in their initial stages of development.

India's economic growth is contingent upon the growth of the Indian steel industry. Consumption of steel is taken to be an indicator of economic development. While steel continues to have a stronghold in traditional sectors such as construction, housing and ground transportation, special steels are increasingly being used in engineering industries such as power generation, petrochemicals and fertilizers. India occupies a central position on the global steel map, with the establishment of new state-of-the-art steel mills, acquisition of global scale capacities by players, continuous modernization and up gradation of older plants, improving energy efficiency and backward integration into global raw material sources.

- **Outlook – Way Forward**

Just as CY 2020 started on a good note with the US and China reaching phase-1 agreement and uncertainty around Brexit waning, the world was hit hard by the COVID-19 pandemic. The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing a significant disruption and slowdown of economic activity. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing and closures of non-essential services and the uncertainty associated with the lifting or reimposition of these restrictions, have further aggravated the business environment. As a result, the IMF expects the global economy to contract sharply by 3% in CY 2020, in a baseline scenario, which assumes that the pandemic fades in the second half of CY 2020 and containment efforts can be gradually unwound. The IMF expects the global economy to grow by 5.8 percent in CY 2021 as economic activity normalises, helped by policy support by way of fiscal and monetary stimulus. The recent PMI and IP prints unsurprisingly reflect plummeting economic activity across the US, EU and Japan. In China, economic activities are picking up from April 2020 onwards due to timely (and expected) fiscal and monetary measures which bodes well for the outlook for remainder of CY 2020. The synchronised policy measures across the globe, with about US\$ 19 trillion (G-20 countries) of announcements (both monetary and fiscal), is expected to aid economic recovery. The partial lifting of lockdown restrictions is underway, and a possible re-emergence of contagion in such areas pose risks to the outlook. The phased easing of restrictions in India also augurs well for the economic revival. Further, India unleashed policy stimulus equivalent to 10% of GDP or `20 trillion to revive the economy. Workforce remobilisation will be a key challenge for the core sectors of the economy. However, lower energy prices and expectations of a normal monsoon are positive for consumption outlook. With this a gradual recovery in economic activities is expected in the second half of FY 2020-21.

2. CONSOLIDATED FINANCIAL STATEMENT

As per applicable provisions of the Companies Act, 2013 ("the Act"), if any read with the Rules issued thereunder and in accordance with principles and procedures as set out in the *Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015, the Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 have been prepared.*

The Consolidated Financial Statements together with the Auditors' Report form part of this Annual Report.

3. THE DISRUPTION FROM THE CORONAVIRUS PANDEMIC

- **COVID-19 Impact:**

In the last month of FY 2020, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activity. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees, and on minimizing disruption to services for all our customers globally. As of March 31, 2020, work from home was enabled to work remotely and securely. This response has reinforced customer confidence and many of them have expressed their appreciation and gratitude for keeping their businesses running under most challenging conditions.

The novel coronavirus (COVID-19) has affected life and livelihood across the globe. By the last week of June 2020, over 9.2 million confirmed cases and over 4,70,000 deaths had been reported on account of COVID-19. The pandemic is estimated to have severely impacted both supply and demand sides of businesses. As production and global trade has been curtailed around the world, many sectors will experience shortage of inputs and a severe consumption slowdown.

- **Unprecedented global efforts to create a vaccination:**

The race to find a vaccine for the new coronavirus is well underway. Governments and researchers are aiming to provide billions of people with immunity in eighteen months or less.

4. DIVIDEND

Your Directors have considered it financially prudent in the long term interest of the Company to reinvest the profits into the business of the Company, to build strong reserve base, meet the funds requirement and grow the business of the Company. Thus, your Board of Directors regrets their inability to recommend any dividend for the year ended March 31, 2020.

5. RESERVES:

Your Directors do not propose to transfer any amount to the Reserves

6. LISTING:

The Company's Shares are listed on BSE Limited

7. DEPOSITORY SERVICES:

The Company's Equity Shares have been admitted to the depository mechanism of the National Securities Depository Limited (NSDL) and also the Central Depository Services (India) Limited (CDSL). As a result the investors have an option to hold the shares of the Company in a dematerialized form in either of the two Depositories. The Company has been allotted ISIN No **INE146H01018**. Shareholders therefore are requested to take full benefit of the same and lodge their holdings with Depository Participants [DPs] with whom they have their Demat Accounts for getting their holdings in electronic form.

8. SHARE CAPITAL

The Paid up Equity Share Capital, as at 31st March, 2020 was Rs. 40,172,540/- divided into 40,17,254 Equity shares, having face value of Rs. 10/- each fully paid up. During the year under review, the Company has neither issued any shares nor granted any stock options or sweat equity.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

All the Independent Directors of the Company have given their respective declarations stating that they meet the criteria of Independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and there has been no change in the circumstances which may affect their status as an independent director during the year. During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

Ms. Arpita Doshi (Mem No-A45554) an Associate Member of Institute of Company Secretaries of India), Company Secretary and Compliance Officer of the Company resigned with effect from May 31, 2019.

Ms. Rupali Rajkumar Somani (Mem No- A59561), an Associate Member of Institute of Company Secretaries of India, was appointed as the Company Secretary and Compliance Officer of the Company with effect from October 7th, 2019.

Further, the list of the present Directors and KMP forms part of this Annual Report under the section Company details.

10. NUMBER OF MEETINGS OF THE BOARD

During the year, 8 (Eight) Board meetings were held. The details of the composition of the Board and its Committees and of the meetings held and attendance of the Directors at such meetings are provided in the Corporate Governance Report.

11. HUMAN RESOURCES

Your Company treats its “human resources” as one of its most important assets.

We continuously invest in attraction, retention and development of talent on an ongoing basis. Our thrust is on the promotion of talent internally through job rotation and job enlargement. We believe in harnessing its leadership and people capabilities through sharp focus and initiatives on talent development.

We review our talent based on their performance and potential to assess their readiness for future roles of higher scale and complexity. We believe in developing our employees through multiple experiences requiring them to handle scale and complexity. We have instituted this through varied job rotation and project roles. We have put in place various recognition initiatives for our employees to reward them on their noteworthy performance and contribution.

Our Company is committed to providing work environment that ensures every employee is treated with dignity and respect and afforded equitable treatment. The Company is also dedicated at promoting a work environment that is conducive to the professional growth of its employees and encourages equality of opportunity. To foster a positive workplace environment, free from harassment of any nature, we have institutionalized the Anti Sexual

Harassment Framework through which we address complaints of sexual harassment at the workplace. We follow a gender-neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land where we operate. We have also constituted Complaints Committee to consider and address sexual harassment complaints in accordance with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

12. DETAILS OF SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES

The Company has no subsidiary, associate companies or joint venture companies within the meaning of Section 2(6) and 2(87) of the Act and thus, pursuant to the provisions of Section 129(3) of the Act, the statement containing the salient features of financial statements of the Company's subsidiaries / associate companies in Form AOC-1 is not required to be attached to the financial statements of the Company.

13. SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

14. LOANS, GUARANTEE & INVESTMENTS

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 as on March 31, 2020, if any, form part of the *Notes to the Standalone Financial Statements* provided in this Annual Report.

15. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state that:

- (i) in the preparation of the annual accounts for the financial year ended March 31, 2020, the applicable accounting standards and Schedule III of the Companies Act, 2013 have been followed and there are no material departures from the same;
- (ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit and loss of the Company for the financial year ended March 31, 2020;
- (iii) 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;
- (iv) the annual accounts have been prepared on a going concern basis;
- (v) proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and operating effectively;
- (vi) proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems are adequate and operating effectively.

16. RISK MANAGEMENT

The Company is exposed to the risk from the market fluctuations of foreign exchange as well as the fluctuation in the price of iron and steel. The Company's raw material is old ship, which is purchased from the international market on credit ranging up to 180 days to 360 days. The Company is adopting policy of full hedging or covering the foreign exchange requirement, the Company is regularly monitoring the foreign exchange movement and suitable remedial measures are taken as and when felt necessary.

Though the Company is employing such measures, the Company is still exposed to the risk of any heavy foreign exchange fluctuation.

Likewise the Company's finished products are mainly re-rollable scrap generated from ship breaking and the price of the same is linked to the market rate for iron and steel. Any up and down in the price of the iron and steel will affect the profitability of the Company.

17. INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

Internal financial control systems of the Company are commensurate with its size and nature of its operations. These have been designed to provide reasonable assurance with regard to the orderly and efficient conduct of its business including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial information and disclosures.

Systems and procedures are periodically reviewed and these are routinely tested by Statutory as well as Internal Auditors and cover all functions and business areas. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems. During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

18. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

As per the provisions of Section 188(1) of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Listing Regulations, all contracts/arrangements/transactions entered by the Company with Related Parties were in ordinary course of business and at arm's length basis.

All Related Party Transactions entered into during the year under review were approved by the Audit Committee and the Board, from time to time and the same are disclosed in the Financial Statements of your Company for the year under review.

Further, pursuant to the provisions of the Act and the SEBI Listing Regulations, the Board has, on recommendation of its Audit Committee, adopted a Policy on Related Party Transactions and the said policy is available on the website of the Company i.e. www.hariyanagroup.com.

Further during the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. There were no materially significant related party transactions which could have potential conflict with interest of the Company at large.

Accordingly, Form AOC-2 prescribed under the provisions of Section 134(3)(h) of the Act and Rule 8 of the Companies (Accounts) Rules, 2014 for disclosure of details of Related Party Transactions which are “not at arm’s length basis” and also which are “material and at arm’s length basis”, is not provided as an annexure to the Board’s Report.

19. PERFORMANCE EVALUATION OF THE BOARD

In terms of the provisions of the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Nomination Policy of the Company, NARC and the Board have approved a framework, which lays down a structured approach, guidelines and processes to be adopted for carrying out an evaluation of the performance of the Board, its Committees and individual Directors.

During the year under review, the Board carried out the evaluation of its own performance and that of its Committees and the individual Directors.

The evaluation process focused on various aspects of the functioning of the Board and its Committees, such as composition of the Board and Committees, attendance of Directors at Board and committee meetings, acquaintance with business, communicating inter se board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy, experience and competencies, performance of specific duties and obligations, governance issues etc. The Board also carried out the evaluation of the performance of individual directors based on criteria such as contribution of the director at the meetings, strategic perspective or inputs regarding the growth and performance of the Company etc.

20. OUTCOME OF THE EVALUATION

- **Board:**

The Board carried out an annual performance evaluation of the Board, Committees, Individual Directors and the Chairman alongwith assessing the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The performance evaluation of the Board is carried out taking into account the various parameters like composition of Board, process of appointment to the Board, common understanding amongst Directors of their role and responsibilities, timelines and content of Board papers, strategic directions, advice and decision making, etc. The Board also notes the actions undertaken, pursuant to the outcome of previous evaluation exercises.

The performance evaluation of the Independent Directors was carried out by the entire Board excluding the independent director being evaluated.

The Chairman of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was evaluated by the Board, based on report on evaluation received from respective Committees.

The report on performance evaluation of the Individual Directors was reviewed by the Chairman of the Board and feedback was given to Directors.

- **Committees of the Board:**

The Committee's self-assessment is carried out based on degree of fulfillment of key responsibilities, adequacy of Committee composition, effectiveness of meetings, Committee dynamics and quality of relationship of the Committee with the Board and the Management.

The Independent Director(s) also evaluated the performance of Non-Independent Directors, the Chairman of the Board and the Board as a whole at the meeting of Independent Director(s) held on November 14, 2019. The outcome and feedback from Directors was discussed at the respective meetings of Board, Committees of Board and meetings of Independent Directors.

The overall performance evaluation exercise was completed to the satisfaction of the Board. The Board of Directors deliberated on the outcome and necessary steps will be taken going forward.

The details of the evaluation process are set out in the Corporate Governance Report which forms a part of this Annual Report.

21. COMMITTEES OF THE BOARD

- **Audit Committee:**

The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 read with the Rules issued thereunder and Regulation 18 of the Listing Regulations.

All the recommendations made by the Audit Committee were accepted by the Board of Directors of the Company.

The details pertaining to Audit Committee and its composition are included in the Corporate Governance Report which forms part of this report.

- **Nomination And Remuneration Committee ('Narc'):**

Your Company has a duly constituted NARC, with its composition, quorum, powers, role and scope in line with the applicable provisions of the Act and SEBI Listing Regulations. The detailed information with respect to the NARC is disclosed in the Corporate Governance Report forming part of this Annual Report.

- **Stakeholders' Relationship & Share Transfer Committee:**

The details pertaining to composition of the Committee is included in the Corporate Governance Report, which forms part of this report.

- **Corporate Social Responsibility Committee ("Csr Committee"):**

In terms of the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, your Company has a duly constituted CSR Committee comprising the following members:

Sr. No	Name of Member	Designation
1	Mr. Yogesh Thakkar	Chairman
2	Mr. Bhushanlal Behl	Member
3	Ms. Sweety Reniwal	Member

Policy on Corporate Social Responsibility (“CSR”)

The Board has, with a vision “to actively contribute to the social and economic development of the communities in which your Company operates and in doing so, build a better, sustainable way of life for the weaker sections of society and raise the country’s human development index”, adopted a CSR Policy and the same is available on the website of the Company i.e. www.hariyanagroup.com.

The CSR Policy of the Company also mentions the process to be implemented with respect to the identification of projects and philosophy of the Company, alongwith key endeavors and goals i.e.

- Education - to spark the desire for learning and knowledge;
- Health care - to render quality health care facilities to people living in the villages and elsewhere;
- Sustainable Livelihood - to provide livelihood in a locally appropriate and environmentally sustainable manner;
- Infrastructure Development - to set up essential services that form the foundation of sustainable development; and
- Social Cause - to bring about the Social Change we advocate and support.

Corporate Social Responsibility (CSR) initiatives taken during the year

In terms of section 135 and Schedule VII of the Act, the Corporate Social Responsibility Committee (CSR Committee) has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board.

The CSR Policy may be accessed on the Company’s website i.e., www.hariyanagroup.com.

During the year under review, Corporate Social Responsibility is not applicable to the company

22. EXTRACT OF ANNUAL RETURN

The extract of the Annual Return of the Company as on March 31, 2020 in Form MGT - 9 in accordance with Section 134(3)(a), Section 92 (3) of the Companies Act, 2013 read with Companies(Management and Administration) Rules, 2014, is appended as **Annexure-I** to the Board’s Report.

23. CORPORATE GOVERNANCE

- **Report**

A separate section on Corporate Governance forming part of the Board's Report is annexed as **Annexure-II** to the Board's Report.

- **Certificate:**

Your Company is committed to follow the best practices of Corporate Governance and the Board is responsible to ensure the same, from time to time.

Your Company has duly complied with the Corporate Governance requirements as set out under Chapter IV of the SEBI Listing Regulations, from time to time and the Statutory Auditors of the Company, vide their certificate dated 09th July, 2020 confirmed that the Company is and has been compliant with the conditions stipulated in the Chapter IV of the SEBI Listing Regulations. The said certificate is annexed as **Annexure-III** to this Report.

24. AUDITORS AND AUDITORS' REPORT

- **Joint Statutory Auditors**

M/s. P. D. Goplani & Associates, Chartered Accountants, Bhavnagar, having ICAI Firm Registration No. 118023W, were appointed as Auditors of the Company, at the Annual General Meeting held on September 30, 2017, for a term of 5 (five) consecutive years i.e. to hold office from the conclusion of 29th Annual General Meeting until the conclusion of 34th Annual General Meeting of the Company to be held in the financial year 2022 and M/s. Lahoti Navneet & Co, Chartered Accountants, Mumbai (ICAI Firm Registration No. 116870W) were appointed as Joint Statutory auditors at the 30th Annual General Meeting held on September 29, 2018 for a period of 4 years i.e. to hold office from the conclusion of 30th Annual General Meeting until the conclusion of 34th Annual General Meeting of the Company to be held in the financial year 2022

Further, both the aforesaid Statutory Auditors have confirmed that they are not disqualified to act as Auditors and are eligible to hold office as Auditors of your Company for financial year 2020-21.

- **Observations Of Statutory Auditors On Accounts For The Year Ended 31st March 2020:**

There are no observations in the Auditors report for the financial year ended 31st March, 2020 therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

- **Fraud Reporting:**

During the year under review, there were no instances of material or serious fraud falling under Rule 13(1) of the Companies (Audit and Auditors) Rules, 2014, by officers or employees reported by the Statutory Auditors of the Company during the course of the audit.

25. INTERNAL AUDITORS

Pursuant to provisions of Section 138 of the Companies Act, 2013 the Board on recommendation of the Audit Committee has appointed Mr. Amol Shah, as Internal Auditor of the Company

26. SECRETARIAL AUDITORS

The Board had appointed M/s. Dilip Bharadiya & Associates, Practicing Company Secretaries, to conduct Secretarial Audit for the FY 2019-20. The Secretarial Audit Report for the financial year ended March 31, 2020 is annexed herewith marked as **Annexure-IV** to this Report.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Further, pursuant to provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014; the Board of the Company at its meeting held on 09th July, 2020 has re-appointed M/s. Dilip Bharadiya & Associates, Practicing Company Secretaries (Certificate of Practice No. 7956), to undertake the Secretarial Audit of the Company for the financial year 2020-21.

27. PARTICULARS OF EMPLOYEES

- **The information required under Section 197(12) of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**
 - **Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2019-20; and**
 - **Percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary, if any, for the Financial Year 2019-20: NIL**

Sr. No.	Name	Designation	Remuneration for the Financial Year 2019-20	Percentage Increase/ (Decrease) in remuneration in the Financial Year 2019-20 (%)	Ratio of Remuneration of each Director to Median Remuneration of Employees
1.	Dilip Kaushik	Chief Financial Officer	7,52,400	Nil	-
2.	Arpita Doshi (Resigned w.e.f. May 31, 2019)	Company Secretary	70,000	Nil	-
3.	Rupali Somani (Appointed w.e.f. October 07, 2019)	Company Secretary	2,45,000	Nil	

➤ **Percentage increase in the median remuneration of employees in the financial year:**

There is no increase in the remuneration of employees in the financial year and hence the information cannot be furnished.

➤ **Number of permanent employees on the rolls of Company: 4**

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

Save and except, the payment of remuneration to Company Secretary and Chief Financial Officer with no percentage increase in remuneration in the financial year, no remuneration is being paid to any Director of the Company. Hence, the information pertaining to percentage increase in remuneration cannot be provided.

➤ **Affirmation that the remuneration is as per the remuneration policy of the Company:**

It is hereby affirmed that the remuneration paid to:

-Directors, KMP and members of Senior Management is as per Remuneration Philosophy/Policy of the Company; and

-other employees of the Company is as per the Human Resource Philosophy of the Company.

• **The information required under Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

Having regard to the provisions of Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection and any member interested in obtaining a copy of the same may write to the Company Secretary on secretarial.inducto@gmail.com

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

The Company makes all efforts towards conservation of energy, protection of environment and ensuring safety.

The particulars as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo is as follows

• **Health, Safety and Environment:**

The Company aims to provide a safe and healthy workplace to our employees, visitors and contract workers and achieve high standards of environment protection. We are certified to the following:

Certificate No./ Standard	Description/Compliance/Requirement
ISO 9001:2015 Quality Management System	The Quality Management System of the Inducto Steels Limited has been audited and has been found to be in accordance with the requirements of ISO 9001:2015
ISO 14001:2015 Environmental Management System	The Environmental Management System of the Inducto Steels Limited has been audited and has been found to be in accordance with the requirements of ISO 14001:2015
OHSAS 18001:2007 Occupational Health and Safety Management System	The Occupational Health and Safety Management System of the Inducto Steels Limited has been audited and has been found to be in accordance with the requirements of OHSAS 18001:2007

- **Conservation of energy:**

- **the steps taken or impact on conservation of energy;**
- **the steps taken by the Company for utilising alternate sources of energy;**

In light of the global challenges concerning energy security, the Company considers energy management as one of the key components of its responsible business strategy. The Company recognized the importance of energy conservation in decreasing the deleterious effects of global warming and climate change. The Company has implemented various initiatives for the conservation of energy and all efforts are made to minimize energy costs. Company is engaged in Ship Breaking, trading in metal scrap, coals, graphite electrodes and other industrial inputs. No significant power consumption is required in ship breaking industry as major portion in production process consist of non mechanical processes. However, industrial gases are used in ship dismantling activities and the Company has taken various measures to control the consumption of fuel and energy.

- **the capital investment on energy conservation equipments;**

The Company is taking adequate steps to conserve energy though no such capital investment has been made.

- **Technology absorption:**

The Company continues to adopt and use the latest technologies to improve the productivity and quality of its services and products. The Company's operations do not require significant absorption of technology. There has been no import of technology in FY 2019-20.

- **Foreign exchange earnings and Outgo:**

Particulars	Current Year			Previous Year		
	INR	USD	EUR	INR	USD	EUR
Foreign Exchange Earnings	-	-	-	-	-	-
Foreign Exchange Outgo	-	-	-	-	-	-

29. VIGIL MECHANISM

The Whistleblower Policy has been approved and adopted by Board of Directors of the Company in compliance with the provisions of Section 177 (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations which provides a formal mechanism to the employees, business associates and stakeholders of the Company to, inter-alia, report any instances of financial irregularities, breach of code of conduct, abuse of authority, disclosure of financial/ price sensitive information, unethical / unfair actions concerning Company vendors/ suppliers, malafide manipulation of company data/records, actual or suspected fraud or discrimination to the Company's Code of Conduct in an anonymous manner.

The policy of vigil mechanism is available on the Company's website i.e. www.hariyanagroup.com

30. FAMILIARIZATION PROGRAMME

The Company conducts Familiarization Programme for the Independent Directors to enable them to be familiarized with the Company, its management and its operations to gain a clear understanding of their roles, rights and responsibilities for enabling their contribution to the Company. They are provided a platform to interact with multiple levels of management and are provided with all the documents required and/or sought by them to have a good understanding of Company's operations, businesses and the industry as a whole.

Further, when a new Director is inducted on the Board, they are provided with necessary documents/ brochures, reports, internal policies, strategy and such other operational information to enable them to familiarize with the Company's procedures and practices. Site visits to various plant locations are organized for the Independent Directors to enable them to understand and acquaint with the operations of the Company.

Periodic presentations are made at the Board and Committee meetings on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the Company's business segments are made at the separate meetings of the Independent Directors from time to time.

The details of such familiarization programmes for Independent Directors are put up on the Company's website and can be accessed at www.hariyanagroup.com.

31. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Your Company is committed towards providing a work environment that is professional and mature, free from animosity and one that reinforces our value of 'integrity' that includes respect for the individual. The Company is committed to providing a safe and conducive work environment to all of its employees and associates.

In line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Company has adopted a Policy on Prevention of Sexual Harassment at Workplace. This policy is applicable to all employees, irrespective of their level and it also includes 'Third Party Harassment' cases i.e. where sexual harassment is committed by any person who is not an employee of the Company. The said policy is available on the website of the Company i.e. www.hariyanagroup.com. Internal Complaints Committees have also been set up to redress complaints received regarding sexual harassment.

The Company has not received any complaint of sexual harassment during the financial year 2019-20.

32. CAUTIONARY STATEMENT

[Statements in the Board's Report and the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company's operations include global and Indian demand supply conditions, finished goods prices, feed stock availability and prices, cyclical demand and pricing in your Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which your Company conducts business and other factors such as litigation and your Company is not obliged to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events or otherwise. The "Management's Discussion and Analysis" does not constitute a prospectus, offering circular or offering memorandum or an offer to acquire any shares and should not be considered as a recommendation that any investor should subscribe for or purchase any of the Company's securities.

33. OTHER DISCLOSURES

In terms of the applicable provisions of the Act and SEBI Listing Regulations, your Company additionally discloses that, during the year under review:

- there was no change in the nature of business of your Company;
- your Company has not accepted any fixed deposits from the public falling under Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014. Thus, as on March 31, 2020, there were no deposits which were unpaid or unclaimed and due for repayment, hence, there has been no default in repayment of deposits or payment of interest thereon;
- your Company has not issued any shares with differential voting rights;
- your Company has not any Sweat Equity Shares; and
- no significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status operations of your Company in future.

It is further disclosed that:

- There is no plan to revise the Financial Statements or Directors' Report in respect of any previous financial year.
- No Material changes and commitments have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of the report affecting the financial position of the Company.
- Your Company does not engage in Commodity hedging activities.

34. ACKNOWLEDGEMENT

The Board of Directors would like to express their sincere gratitude for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review.

The Board of Directors also wish to place on record its deep sense of appreciation for the committed services by the Company's executives, staff and workers at all levels. Our consistent growth was made possible by their hard work, solidarity, co-operation and support.

For and on behalf of the Board of Directors

For **INDUCTO STEEL LIMITED**

Sd/-
RAJEEV RENIWAL
MANAGING DIRECTOR
(DIN: 00034264)

Sd/-
SWEETY RENIWAL
DIRECTOR
(DIN: 00041853)

Date: **09th July, 2020**

Place: Mumbai

EXTRACT OF ANNUAL RETURN
As on financial year ended 31-03-2020
[Pursuant to Section 92(3) of the Companies act, 2013 read with
[The Companies (Management and Administration) Rules, 2014] FORM NO. MGT-9

A.REGISTRATION AND OTHER DETAILS:			
CIN:-	L27100MH1988PLC194523		
Registration Date:	29-11-1988		
Name of the Company:	INDUCTO STEELS LIMITED		
Category / Sub-Category of the Company	Company limited by Shares/Non-govt company		
Address of the Registered office and contact details:	156, Maker Chambers VI, 220 Jamnalal Bajaj Marg, Nariman Point, Mumbai-		
Whether listed company	Listed		
Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Pvt Ltd		
B. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:			
Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service% to total turnover of the company	% to total turnover of the company
a.	Trading in Metal Scrap, Coals, Aluminium Foil & Other Industrial Inouts	4662/4669	0
b.	Dismantling / Breaking of old and used ships	3830	100

C. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - N.A.

Sr. No.	Name and address of the company	CIN/GLN	Holding/Subsidiary/Associate	% of shares held

D. SHARE HOLDING PATTERN

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 31-03-2019				No. of Shares held at the end of the year 31-03-2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	

A. PROMOTER'S

(1). INDIAN										
			0					0		0
			0					0		0
(a). Individual	2784774		0	2784774	69.320	2784774	0	2784774	69.320	0
(b). Central Govt.			0					0		0
(c). State Govt(s).			0					0		0
(d). Bodies Corpp.			0					0		0
(e). FIINS / BANKS.			0					0		0
(f). Any Other			0					0		0
Sub-total (A) (1):-	2784774		0	2784774	69.32	2784774	0	2784774	69.32	0

(2). FOREIGN

(a). Individual NRI / For Ind			0					0		0
(b). Other Individual			0					0		0
(c). Bodies Corporates			0					0		0
(d). Banks / FII			0					0		0
(e). Qualified Foreign Investor			0					0		0
(f). Any Other Specify			0					0		0
Sub-total (A) (2):-	0		0	0	0	0	0	0	0	0

Total shareholding of Promoter (A) = (A)(1)+(A)(2)	2784774		0	2784774	69.320	2784774	0	2784774	69.320	0
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(B) (1). PUBLIC SHAREHOLDING									
(a). Mutual Funds		0				0			0.000
(b). Banks / FI		0				0			0.000
(c). Central Govt.		0				0			0.000
(d). State Govt.		0				0			0.000
(e). Venture Capital Funds		0				0			0.000
(f). Insurance Companies		0				0			0.000
(g). FIs		0				0			0.000
(h). Foreign Venture Capital Funds		0				0			0.000
(i). Others (specify)		0				0			0.000
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
(a). BODIES CORP.									
(i). Indian	61654	0	61654	1.535	78526	0	78526	1.955	0.420
(ii). Overseas		0				0			0.000
(b). Individuals									
(i) Individual shareholders holding nominal share capital upto Rs.1 lakh	374643	49800	424443	10.566	352224	49800	402024	10.007	-0.559
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	738870	0	738870	18.392	746692	0	746692	18.587	0.195
(c). Other (specify)									
Non Resident Indians	4738	0	4738	0.118	4738	0	4738	0.118	0
Overseas Corporate Bodies		0				0			0
Foreign Nationals		0				0			0
Clearing Members	2795	0	2795	0.07	500	0	500	0.012	-0.058
Trusts		0				0			0
Foreign Boodies - D R		0				0			0
Sub-total (B)(2):-	1182700	49800	1232500	30.681	1182680	49800	1232480	30.679	-0.002
Total Public Shareholding (B)=(B)(1)+(B)(2)	1182700	49800	1232500	30.681	1182680	49800	1232480	30.679	-0.002
C. Shares held by Custodian for GDRs & ADRs		0				0			0.000
Grand Total (A+B+C)	3967474	49800	4017274	100.00	3967454	49800	4017254	100.00	0.00

(ii). Shareholding of promoters								
Sr.No	Shareholder's Name	Shareholding at the beginning of the year			ShareHolding at the end of the Year			% changes in share holding during the year
		No.of Shares	% of total Shares of the company	% of shares Pledged/encumbered to total shares	No.of Shares	% of total Shares of the company	% of shares Pledged /encumbered to total shares	
1	RAKESH SHANTISARUP RENIWAL	1489988	37.09	34.86	1489988	37.09	34.86	0
2	SWEETY R. RENIWAL	407745	10.15	0.00	407745	10.15	0.00	0
3	RAJEEV SHANTISARUP RENIWAL	337526	8.40	0.00	337526	8.4	0.00	0
4	RAJEEV RENIWAL HUF	193900	4.83	0.00	193900	4.83	0.00	0
5	SANJEEV RENIWAL HUF	186800	4.65	0.92	186800	4.65	0.92	0
6	LALITADEVI S RENIWAL	153375	3.82	1.57	153375	3.82	1.57	0
7	SHANTISARUP RENIWAL & SONS . HUF	12255	0.31	0.00	12255	0.31	0.00	0
8	SHANTISARUP R. RENIWAL	2665	0.07	0.00	2665	0.07	0.00	0
9	SANJEEV S. RENIWAL	500	0.01	0.00	500	0.01	0.00	0
10	SHALINI RENIWAL	10	0	0.00	10	0	0.00	0
11	UNNATI RENIWAL	10	0	0.00	10	0	0.00	0

(iii)Change in Promoter's Shareholding(Please specify,if there is change)								
Sr.No	Shareholder's Name	Shareholding at the Beginning of the Year			Shareholding at the end of the Year			
		No.of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/Decreasing in shareholding	Reason	No. of shares	% of total Shares of the company
N/A								

(iv) Shareholding pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs):

Sr.No	Name	No. of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/Decreasing in shareholding	Reason	No. of shares	% of total Shares of the company
1	BABITA SANDIP AGARWAL	203100	5.056	01-04-2019				
	-Closing Balance			31-03-2020		No Change	203100	5.056
2	JAYSHREEDEVI TRILOKCHAND AGARWAL	188400	4.69	01-04-2019				
	-Closing Balance			31-03-2020		No Change	188400	4.69
3	DIPAK KANAYALAL SHAH	83000	2.066	01-04-2019				
	-Closing Balance			31-03-2020		No Change	83000	2.066
4	INDIRA SHIVSHANKAR AGARWAL	62055	1.545	01-04-2019				
	-Closing Balance			31-03-2020		No Change	62055	1.545
5	KAMALA SUNIL GADEKAR	60625	1.509	01-04-2019				
				27-12-2019	50	Buy	60675	1.51
				31-12-2019	50	Buy	60725	1.512
				03-01-2020	25	Buy	60750	1.512
				10-01-2020	150	Buy	60900	1.516
				17-01-2020	50	Buy	60950	1.517
				24-01-2020	77	Buy	61027	1.519
				31-01-2020	6	Buy	61033	1.519
				06-03-2020	319	Buy	61352	1.527
				13-03-2020	100	Buy	61452	1.53
	-Closing Balance			31-03-2020			61452	1.53
6	SHARVARI AGRAWAL	60000	1.494	01-04-2019				
	-Closing Balance			31-03-2020		No Change	60000	1.494
7	SATYA PRAKASH MITTAL (HUF)	28112	0.7	01-04-2019				
				23-08-2019	4	Buy	28116	0.7
	-Closing Balance			31-03-2020			28116	0.7
8	HIMTAJ CONSULTANTS PVT. LTD.	2294	0.057	01-04-2019				
				10-05-2019	2983	Buy	5277	0.131
				31-05-2019	1200	Buy	6477	0.161
				07-06-2019	200	Buy	6677	0.166
				14-06-2019	1815	Buy	8492	0.211
				21-06-2019	1003	Buy	9495	0.236
				16-08-2019	175	Buy	9670	0.241
				23-08-2019	300	Buy	9970	0.248
				30-08-2019	2851	Buy	12821	0.319
				20-09-2019	1500	Buy	14321	0.356
				27-09-2019	399	Buy	14720	0.366
				11-10-2019	280	Buy	15000	0.373
				24-01-2020	975	Buy	15975	0.398
				31-01-2020	150	Buy	16125	0.401
				07-02-2020	50	Buy	16175	0.403
				14-02-2020	1150	Buy	17325	0.431
				21-02-2020	500	Buy	17825	0.444
				28-02-2020	1993	Buy	19818	0.493
				06-03-2020	3607	Buy	23425	0.583
				20-03-2020	61	Buy	23486	0.585
	-Closing Balance			31-03-2020			23486	0.585
9	S B & T INTERNATIONAL LIMITED	20897	0.52	01-04-2019				
	-Closing Balance			31-03-2020		No Change	20897	0.52
10	MAHESH K SACHADE	22853	0.569	01-04-2019				
				07-06-2019	-200	Sold	22653	0.564
				14-06-2019	-1165	Sold	21488	0.535
				20-09-2019	-500	Sold	20988	0.522
				04-10-2019	-500	Sold	20488	0.51
				31-01-2020	-200	Sold	20288	0.505
				07-02-2020	-10	Sold	20278	0.505
	-Closing Balance			31-03-2020	-500	Sold	19778	0.492

(v) Shareholding of Directors and Key Managerial Personnel

Sr.No	Name	Shareholding at the beginning of the year			Cumulative Shareholding at the end of the year			% of total Shares of the company
		No. of Shares at the beginning /end of the Year	% of the Shares of the company	Date	Increasing/Decreasing in shareholding	Reason	No. of shares	
1	SWEETY R. RENIWAL	407745	10.15	-	-	N.A.	407745	10.15
2	RAJEEV SHANTISARUP RENIWAI	337526	8.40	-	-	N.A.	337526	8.40
3	BHUSHANLAL BHEI	0	0.00	-	-	N.A.	0	0.00
4	YOGESH THAKKAR	0	0.00	-	-	N.A.	0	0.00
5	DILIP VIMAL KAUSHIK (Chief Financial Officer)	1	0.00	-	-	N.A.	1	0.00
6	RUPALI RAJKUMAR SOMANI (Company Secretary and Compliance Officer)	0	0.00	-	-	N.A.	0	0.00

V. INDEBTEDNESS
Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial				
• Addition	0	0	0	0
• Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: NIL

Sr.no.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission		
	- as % of profit		
	- others, specify...		
5	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other directors: Ni

Particulars of Remuneration	Name of Directors Manager	Total Amount
1. Independent Directors		
• Fee for attending board / committee meeting:		
• Commissior		
• Others, please specify		
Total (1)		
2. Other Non-Executive Directors		
• Fee for attending board / committee meeting:		
• Commissior		
• Others, please specify		
Total (2)		
Total (B)=(1+2)		
Total Managerial Remuneration		
Overall Ceiling as per the Act		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTI

Sr No.	Particulars of Remuneration	Key Managerial Personnel				
		CFO \$	Company Secretary (Resigned w.e.f. 31.05.2019)	Company Secretary (Appointed w.e.f. 07.10.2019)	CEO	TOTAL
		DILIP VIMAL KAUSHIK	ARPITA DOSHI	RUPALI RAJKUMAR SOMANI	NA	
1	Gross salary	752400	70000	245000		10,67,400.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 196	0	0	0		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 196	0	0	0		
2	Stock Option	0	0	0		
3	Sweat Equity	0	0	0		
4	Commissior	0	0	0		
	Others, please specify	0	0	0		
	Total	752400	70000	245000		10,67,400.00

PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment /	Authority [RD / NCLT/ COURT]	Authority [RD / NCLT/ COURT]
A. COMPANY					
Penalty					
Punishment			N.A.		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			N.A.		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			N.A.		
Compounding					

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance philosophy stems from our belief that corporate governance is an integral element in improving efficiency and enhancing investor confidence. Our goal is to promote and protect the long-term interest of all stakeholders, and to that end, our philosophy of Corporate Governance is built on a foundation of ethical and transparent business operations and is designed to inspire trust among all stakeholders, strengthen the Board and management accountability.

The governance philosophy of your Company rests on five basic tenets viz. Board's accountability to the Company and the Stakeholders, strategic guidance and effective monitoring by the Board, protection of minority interests and rights, equitable treatment to all Stakeholders, as well as superior transparency and timely disclosure.

In line with the above philosophy, your Company continuously endeavours for excellence and focuses on enhancement of long-term Stakeholders' value through adoption of and adherence with the best governance practices, in true spirit at all times.

Following principles supplement the core of the Company's philosophy on Corporate Governance:

- **TRANSPARENCY** in all decision making processes;
- High levels of **DISCLOSURES**;
- High standards of **ETHICS**;
- Regular **REVIEW** of processes and management systems for improvement; and
- **APPROPRIATE CONTROL SYSTEM** to enable the Board to efficiently conduct the business and discharge its responsibilities to its Stakeholders.

During the year under review, the Board continued its pursuit by adopting and monitoring of corporate strategies, prudent business plans, major risks and ensuring that the Company pursues policies and procedures to satisfy its social, legal and ethical responsibilities.

Moreover, the Company undertakes to take an audit of its secretarial records and documents to ensure timely compliance with applicable laws to the Company.

Your Company is in compliance with the Corporate Governance requirements as enshrined in the Companies Act, 2013 read with the Rules made thereunder ("Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws.

Also, your Company shall ensure that its governance framework incorporates the amendments introduced by the Securities and Exchange Board of India ("SEBI") in the SEBI Listing Regulations, pursuant to the recommendations made by the Kotak Committee on Corporate Governance and the same are complied with, on or before their effective date.

Your Company presents this report, prepared in terms of the SEBI Listing Regulations (including the amendments to the extent applicable), enumerating the current Corporate Governance systems and processes at the Company.

I. BOARD OF DIRECTORS

The Board of Directors of your Company (“Board”) is at the core of the Corporate Governance system of the Company. The Board is responsible for and committed to sound principles of Corporate Governance in the Company and plays a crucial role in overseeing how the Management serves the short-term & long-term interests of Members and other Stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board.

Committees of the Board handling specific responsibilities mentioned under the applicable laws viz. Audit Committee, Stakeholders’ Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee, empower the functioning of the Board through flow of information amongst each other and by delivering a focused approach and expedient resolution of diverse matters.

Also, while discharging its fiduciary duties and in ensuring effective functioning of your Company, the Board is duly supported by the Managing Director, Key Managerial Personnel (“KMP”) and the Senior Management. It operates within the framework of well-defined responsibility matrix, which enables it to oversee how the Management of the Company serves and protects the long-term interests of all the Members and other Stakeholders of the Company.

A. Composition of Board of Directors

An independent and well-informed Board goes a long way in protecting the Stakeholders’ interest and simultaneously maximise long-term corporate values.

In compliance with the requirements under the relevant provisions of the Act & SEBI Listing Regulations and with a strong belief that the Board needs to have an appropriate blend of Directors to maintain its diversity and independence, the Board of your Company has an optimum combination of such number of Executive, Non-Executive and Independent Directors, including a Woman Director.

The composition and strength of the Board is reviewed from time to time for ensuring that it remains aligned with the statutory as well as business requirements and it separates the roles of governance and management.

The composition of the Board is in conformity with Section 149 of the Act and Regulation 17 of the SEBI Listing Regulations.

As on March 31, 2020, your Company’s Board comprises of 4 Directors, categorised as below:

Category	Name of the Director	DIN
Executive Director	Mr. Rajeev Reniwal	00034264
Non- Independent, Non-Executive Director	Mrs. Sweety Reniwal	00041853
Independent Non-Executive Director	Mr. Bhushanlal Behl	03023697
Independent Non-Executive Director	Mr. Yogesh Thakkar	00043588

Mrs. Sweety Reniwal retires by rotation in the ensuing 32nd Annual General Meeting of the Company. Details of the said Director retiring by rotation, forms part of the Notice of the said AGM.

The important and key decisions are taken after due discussion and deliberation with the Board and it is ensured that the relevant information prescribed to be provided under the SEBI Listing Regulations alongwith such other information, as may be deemed necessary for effective decision making, is presented to the Board.

In terms of the provisions of Section 184 of the Act and Regulation 26 of the SEBI Listing Regulations, the Directors present necessary disclosures regarding the positions held by them on the Board and/or Committees of other public and/or private companies, from time to time. On basis of such disclosures, it is confirmed that as on the date of this Report, none of the Directors of your Company:-

- a) hold directorships in more than 10 public limited companies (listed or unlisted); and
- b) is a member of more than 10 Committees (considering only Audit Committee and Stakeholders Relationship Committee) or Chairperson of more than 5 Committees across all the public companies (listed or unlisted) in which he/ she is a Director

The details of each Director alongwith the number of Directorships/ Committee Memberships/ Chairmanships and their shareholding in the Company as on March 31, 2020, alongwith the date of joining the Board, are provided hereinbelow:

Name of the Director	Date of joining	Shareholding in the Company	Directors hips in other Companies ⁽¹⁾	No. of other Companies Board Committees ⁽²⁾ in which Chairperson/ Member	
				Chairperson	Member
Mr. Rajeev Reniwal	01/04/1993	3,37,526	Nil	Nil	Nil
Mrs. Sweety Reniwal	09/03/2002	4,07,745	Nil	Nil	Nil
Mr. Yogesh Thakkar	22/03/2004	0	Nil	Nil	Nil
Mr. Bhushanlal Behl	12/04/2010	0	Nil	Nil	Nil

Notes:

(1) In terms of the provisions of Regulation 26 of the SEBI Listing Regulations, total number of Directorships exclude directorships in the Company, Foreign Companies, Private Limited Companies, Companies formed under Section 25 of the erstwhile Companies Act, 1956 and under Section 8 of the Act.

(2) In terms of the provisions of Regulation 26 of the SEBI Listing Regulations, Chairmanship/ Membership of Committee only includes the Audit Committee and Stakeholders Relationship Committee in other Indian Public Companies (Listed and Unlisted).

B. Details of Meetings of the Board of Directors and Annual General Meeting held during the period under review, alongwith attendance of Directors at each meeting

The Board meets at regular intervals to discuss and decide on strategies, policies and reviews the financial performance of the Company. The meetings of the Board are pre-scheduled and a

tentative annual calendar of the meeting is circulated to the Directors well in advance to facilitate them to plan their schedules accordingly. In case of business exigencies, the Board's approval is taken through circular resolutions and the same are noted at the subsequent meeting of the Board and/or Committees.

The notice and detailed agenda alongwith the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board. This ensures timely and informed decisions by the Board. The Board also reviews the performance of the Company vis-à-vis the budgets/ targets.

Video-conferencing facilities are made available to facilitate Directors travelling abroad or present at other locations, in case they wish to participate in the meetings. The same is conducted in compliance with the applicable laws.

The Board meets at least 4 times in a year (one meeting in every calendar quarter) and the maximum gap between any two consecutive meetings is less than 120 days, as stipulated under Section 173(1) of the Act, Regulation 17(2) of the SEBI Listing Regulations and the Secretarial Standards issued by Institute of Company Secretaries of India.

Additional meetings are held as and when necessary.

The Board of your Company met 08 (Eight) times during the year under review the details of which are as follows:

Sr. No.	Date of the Meeting
1.	30.05.2019
2.	13.08.2019
3.	16.09.2019
4.	07.10.2019
5.	14.11.2019
6.	28.01.2020
7.	04.02.2020
8.	13.02.2020

The details of attendance of Directors at each such meeting of the Board and at the 31st Annual General Meeting of the Company held on September 30, 2019, are provided herein below:

Meetings of the Board for the Financial Year 2019-20	Name of the Director			
	Mr. Rajeev Reniwal	Mrs. Sweety Reniwal	Mr. Yogesh Thakkar	Mr. Bhushanlal Behl
	Held during the tenure			
1	P	P	P	P
2	P	P	P	P
3	P	P	P	P
4	P	P	P	P
5	P		P	P
6	P	P	P	P
7	P	P	P	P
8	P	P	P	P
31st Annual General Meeting	P	P	P	P

*P: Present

C. Independent Directors

All Independent Directors on the Board are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations. The maximum tenure of the Independent Directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.

In compliance with the SEBI Listing Regulations, the Directors of the Company do not serve as an Independent Director in more than seven listed companies.

The Independent Directors on the Board of your Company are experienced, competent and highly respected individuals in their respective fields, which brings an ideal mixture of expertise, professionalism, knowledge and experience to the table.

Further, as provided in the Act, a formal letter of appointment has been issued to the Independent Directors and the same is also disclosed on website of the Company i.e. www.hariyanagroup.com.

Separate meeting of Independent Directors

The Independent Directors met once during the year, on November 14, 2019, without the presence of Executive Directors or Management representatives, inter alia, to discuss the performance of Non-Independent Directors & the Board as a whole and to assess the quality,

quantity & timeliness of flow of information between the Management of the Company and the Board, that is necessary for the Board to effectively and reasonably perform its duties.

Both the Independent Directors were present for the meeting.

D. Appointment and Tenure

The Directors of the Company are appointed/ re-appointed by the Board on the recommendations of the Nomination and Remuneration Committee and approval of the Members at the Annual General Meeting (“AGM”). In accordance with the Articles of Association of the Company, all Directors, except the Managing Director and Independent Directors of the Company, are liable to retire by rotation at the AGM each year and, if eligible, offer themselves for re-election. The Executive Directors on the Board have been appointed in terms of the provisions of the Act and serve in accordance with the terms of their contract of service with the Company.

As regards the appointment and tenure of the Independent Directors, the Company has adopted the provisions with respect to appointment and tenure of Independent Directors which are consistent with the Act and the SEBI Listing Regulations.

E. Board Induction, Training and Familiarisation

In terms of the provisions of Regulation 25 of the SEBI Listing Regulations, your Company has framed a Familiarisation Programme for Independent Directors of the Company, structured into two parts i.e. ‘Induction’ and ‘Ongoing Interaction’. This Programme aims to provide insights into the business of the Company, to enable the Independent Directors to understand their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, its business in depth and contribute significantly to the Company.

At the time of appointing an Independent Director, a formal letter of appointment is given to him/ her, which inter alia explains the role, function, duties and responsibilities expected from him/ her as an Independent Director of the Company. The Directors are also provided with necessary documents, reports and internal policies of the Company, to enable them to familiarise with the Company’s procedures and practices. The compliances applicable to them, in terms of the provisions of the Act, SEBI Listing Regulations and other applicable laws, are explained to them and an affirmation is obtained from them, in that regard.

Further, on an ongoing basis as a part of the agenda of meetings of the Board/ Committee(s), presentations are regularly made to the Independent Directors on various matters inter alia covering the Company’s businesses & operations, strategy, risk management framework, industry & regulatory updates and other relevant matters.

These presentations enable one-on-one interaction between the Independent Directors and the Senior Management of the Company/ Statutory Auditor/ Internal Auditor of the Company. Additionally, visits to the divisions and plant locations of the Company etc. are also arranged to apprise them of the actual operations of the Company.

The details of the Familiarisation Programmes for Independent Directors are also available on the website of the Company i.e. www.hariyanagroup.com

F. Board Confirmation regarding Independence of the Independent Directors

All the Independent Directors of the Company have given their respective declaration/ disclosures under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations and have confirmed that they fulfil the independence criteria as specified under Section 149(6) of

the Act and Regulation 16 of the Listing Regulations and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

In the opinion of the Board based on the disclosures received from all the Independent Directors, the Independent Directors meet the criteria of 'Independence' specified in the Regulation 16(1) of the Listing Regulations and Section 149(6) of the Act and the Rules made thereunder and are independent of the Management as required under Regulation 25 of the Listing Regulations.

G. Resignation of Independent Director(s)

During the year under review, none of the Independent Directors of the Company had resigned before the expiry of their respective tenure(s).

H. The Board has identified the following skills / expertise / competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Sr. No.	Skills/Expertise/ Competence	Particulars
1.	Global Business	Understanding, of global business dynamics, across various geographical markets, industry verticals and regulatory jurisdictions.
2.	Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
3.	Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.
4.	Finance	An understanding of Finance and Financial Reporting Processes. Understanding and overseeing various risks faced by the Company and ensuring that appropriate policies and procedures are in place to effectively manage risks.

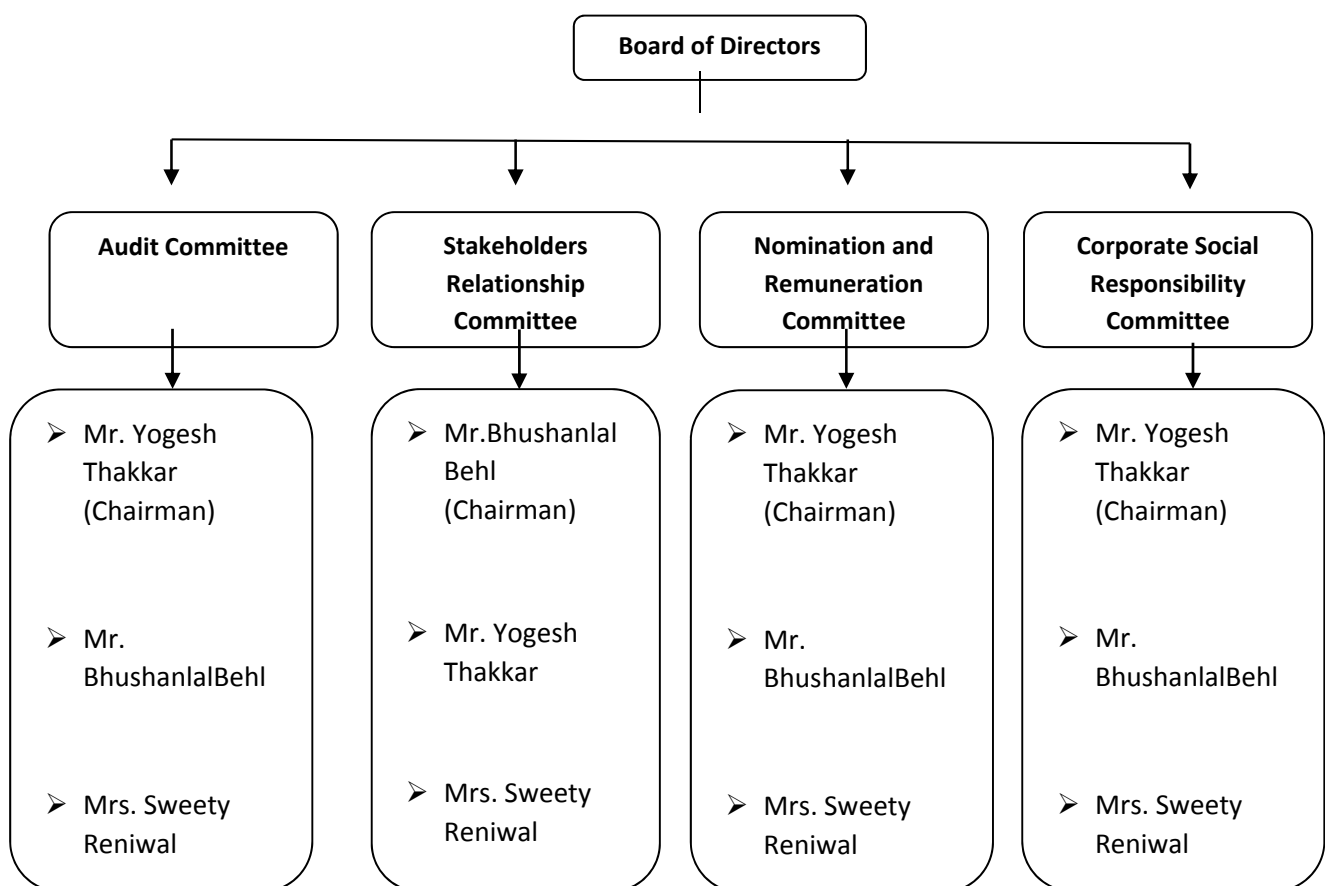
The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.

II. COMMITTEES OF THE BOARD

The Committees of the Board (“Committees”) play a crucial role in the governance structure of the Company. They have been constituted under the formal approval of the Board to carry out clearly defined roles. Members of the Committees possess expertise in relevant areas and functions, which enables better handling and expedient resolution of diverse matters. Terms of reference of all the committees are laid down in line with the requirements of the Act and the SEBI Listing Regulations, to deal with specific areas/ activities which concern the Company and need a closer review and to carry out clearly defined roles.

The Committees meet at regular intervals and take necessary steps to perform its duties entrusted by the Board. There is seamless flow of information between the Board and its Committees, as the Committees report their recommendations and opinions to the Board, which in turn supervises the execution of respective responsibilities by the Committees. The minutes of the meetings of all the Committees are placed before the Board for its review.

Composition of Committees as on March 31, 2020



Ms. Rupali Somani, Company Secretary of your Company, acts as the Secretary of all the Committees.

A. Audit Committee

Your Company has a qualified and independent Audit Committee, which acts as a link between the management, the statutory and internal auditors and the Board. Its composition, quorum, powers, role and scope are in accordance with the provisions of Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations. All the members of the Audit Committee are financially literate. The

Committee is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process.

(i) Composition:

The Committee comprises of three Directors as its Members, all of them are Non-Executive Directors and amongst them 2 are Independent Directors

Mr. Yogesh Thakkar, Independent Director, is the Chairman of the Audit Committee. Mr. Bhushanlal Behl and Mrs. Sweety Reniwal are the other members of the Committee.

(ii) Brief Description of Terms of Reference:

The Board has framed the Audit Committee Charter for the purpose of effective compliance of provisions of Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations. In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

In terms of the applicable provisions of the Act and in terms of Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations, the scope, functions and terms of reference of the Audit Committee inter alia cover the following matters:

a. Financial Matters:

- Overseeing the Company's financial reporting process and the disclosure of financial information to ensure that the Financial Statements are correct, sufficient and credible;
- Reviewing with the Management, the Quarterly Unaudited Financial Statements and Annual Audited Financial Statements alongwith Limited Review Report/ Auditor's Report thereon before submission to the Board for the approval. Reviewing of Annual Financial Statements inter alia including reviewing changes in Accounting Policies, if any, major accounting entries involving estimates, significant adjustments made in Financial Statements, qualifications in draft Audit Report, if any etc.;
- Reviewing Management Discussion and Analysis of financial condition and results of operations; and
- Scrutinising the inter-corporate loans and investments.

b. Internal Controls, Audit and Auditors:

- Recommending the terms of appointment/ re-appointment, remuneration and any other terms and conditions pertaining to the appointment/ re-appointment, if required, replacement or removal of auditors, fixation of statutory audit fees and approval of payment for any other services rendered by the Statutory Auditors, as permitted under applicable laws;
- Reviewing and monitoring the Auditor's independence and performance and effectiveness of audit process;
- Reviewing the adequacy of internal audit function and internal control systems including internal financial controls;
- Evaluating of Internal Financial Controls, Risk Management Systems of the Company;
- Discussing with the Internal Auditors of any significant findings and follow-up thereon; and
- Reviewing significant audit findings, if any, from the statutory and internal audits.

c. Other Matters:

- Approving all Related Party Transactions;
- Approving appointment of Chief Financial Officer of the Company; and
- Reviewing the functioning of Vigil/ Whistle Blower Mechanism.

(iii) Meetings and Attendance during the year:

The Committee met **4** times during the year under review i.e. on 30.05.2019, 13.08.2019, 14.11.2019 and 13.02.2020 (each meeting being consecutively numbered from 1 to 4), to deliberate on various matters.

The details of attendance of the Members of the Committee at each meeting, are provided herein below:

Name of the Member	Meetings of Committee for the Financial Year 2019-20				
	Held during the tenure	1	2	3	4
Mr. Yogesh Thakkar	4	P	P	P	P
Mr. Bhushanlal Behl	4	P	P	P	P
Mrs. Sweety Reniwal	4	P	P	P	P

*P: Present

Chief Financial Officer, representatives of the Statutory Auditors and Internal Auditors of your Company are also invited to the Audit Committee Meetings. In addition, other Senior Management Personnel are also invited to the Committee meeting from time to time, for providing such information as may be necessary.

B. Nomination and Remuneration Committee

The Board of your Company has constituted a Nomination and Remuneration Committee (“NARC”) in terms of the provisions of Section 178 of the Act. Its composition, quorum, powers, role and scope are in accordance with the provisions of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations.

The Committee is inter alia entrusted with the responsibility of formulating criteria for determining the qualifications, positive attributes and independence of the present and proposed Directors as well as recommending a policy to the Board relating to the remuneration of Directors, KMP and other employees. It also specifies the methodology for effective evaluation of performance of the Board, its Committees and individual Directors.

(i) Composition:

The Committee comprises of 3 Directors as its Members, all of them are Non-Executive Directors and amongst them 2 are Independent Directors.

Mr. Yogesh Thakkar, Independent Director, is the Chairman of the said Committee. Mr. Bhushanlal Behl and Mrs. Sweety Reniwal are the other members of the Committee.

(ii) Brief Description of Terms of Reference:

The broad terms of reference of the NARC, as approved by the Board in terms of the Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, inter alia, include the following:

- a. Identifying persons who are qualified to become Directors and who may be appointed at Senior Management positions in accordance with the criteria laid down and recommending to the Board their appointment and removal;
- b. Recommending the remuneration/ revision in remuneration of Managing Director and Executive Directors to the Board for approval and review;
- c. Formulating criteria for determining qualifications, positive attributes and independence of a Director and recommending to the Board a policy relating to the remuneration for the Directors, KMP and other employees;
- d. Formulating criteria for evaluation of Board, its Committees and each Director and reviewing its implementation and compliance;
- e. Devising a policy on Board diversity; and
- f. Recommending to the Board the extension or continuation of term of appointment of the Independent Director, on the basis of the report of performance evaluation of the Independent Directors.

(iii) Meetings and Attendance during the year:

NARC met 3 times during the year under review i.e. on 30.05.2019, 13.08.2019 and 07.10.2019 (each meeting being consecutively numbered as 1 to 3), to deliberate on various matters.

The details of attendance of Members of the Committee at each meeting are provided herein below:

Name of the Member	Meetings of Committee for the Financial Year 2019-20			
	Held during the tenure	1	2	3
Mr. Yogesh Thakkar	3	P	P	P
Mr. Bhushanlal Behl	3	P	P	P
Mrs. Sweety Reniwal	3	P	P	P

(iv) Performance Evaluation Criteria for Independent Directors:

The performance of the Independent Directors of the Company is evaluated on the following criteria's, more particularly as to how an Independent Director:

- Invests time in understanding the Company and its unique requirements;
- Brings in external knowledge and perspective to the table for discussions at the meetings;
- Expresses his/ her views on the issues discussed at the Board; and

- Keeps himself/ herself current on areas and issues that are likely to be discussed at the Board level.

(v) Nomination Policy and Remuneration Philosophy/ Policy:

In terms of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, the Board of your Company had, on recommendation of the NARC, adopted a Nomination Policy, which inter alia enumerates the Company's policy on appointment of Directors and KMP. Further, the Board has, on recommendation of NARC, also adopted a policy entailing Remuneration Philosophy, which covers remuneration philosophy covering the Directors, KMP and employees included in Senior Management of the Company.

Both the aforesaid policies are available on the website of the Company i.e. www.hariyanagroup.com.

The Company's remuneration policy is intended to attract and retain the individuals in order to achieve the Company's objective. Further, the Company has a system where all the Directors and employees included in the Senior Management of the Company are required to disclose all pecuniary relationships or transactions with the Company. No severance fees are paid to the Directors of the Company.

a. Remuneration to Non-Executive Directors:

The Non-Executive Directors/ Independent Directors were not paid any remuneration during the year under review.

The Non-Executive Directors/ Independent Directors do not have any material pecuniary relationship or transactions with the Company.

b. Remuneration to Executive Directors:

In terms of the provisions of the Act and in line with the Nomination Policy and Remuneration Philosophy/ Policy of the Company, the appointment and remuneration of Executive Directors (i.e. Managing Director, in case of the Company) is approved by the Board and the Members of the Company, on recommendation of the NARC. The appointment of Executive Directors is subject to termination by either party by giving one month's notice of such termination in writing by either side or salary in lieu thereof or by mutual consent. The remuneration paid to the Managing Director comprises salary, allowances, perquisites, stock options, performance linked income/ bonus and other Retirement Benefit Funds, as approved by the Members at the Annual General Meeting.

Annual increments are linked to performance and are decided by the NARC and recommended to the Board for approval thereof. The Performance Review System is primarily based on competencies and values. The Company closely monitors growth and development of top talent in the Company to align personal aspirations with the organizational goals and objectives.

c. Stock Options:

The Company does not grant any Employee Stock Option Scheme.

C. Stakeholders Relationship Committee

The Board of your Company has constituted a Stakeholders' Relationship Committee ("SRC") in terms of the provisions of Section 178 of the Act. Its composition, quorum, powers, role and scope are in accordance with the provisions of Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations.

The Committee is inter alia entrusted with the responsibility of considering and resolving the grievances of the security holders of the Company including complaints related to transfer of shares, non-receipt of Annual Report, non-receipt of declared dividends, if any.

(i) Composition:

The Committee comprises of three Directors as its Members, all of whom are Non-Executive Directors and amongst them 2 Independent Directors

Mr. Bhushanlal Behl, Independent Director, is the Chairman of the Committee. Mr. Yogesh Thakkar and Mrs. Sweety Reniwal are the members of the Committee.

Ms. Rupali Somani, Company Secretary & Compliance Officer of the Company acts as the Secretary to the Committee.

(ii) Brief Description of Terms of Reference:

In terms of the applicable provisions of the Act and Regulation 20(4) read with Part D of Schedule II of the SEBI Listing Regulations, the scope, functions and terms of reference of the SRC inter alia cover the following matters:

- Reviewing of complaints relating to transfer of shares, transmission of shares, issue of duplicate share certificates, non-receipt of Annual Report, non-receipt of declared dividends and any other shareholder related queries/ complaints;
- Reviewing of measures taken for effective exercise of voting rights by shareholders;
- 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;
- 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

(iii) Meetings and Attendance during the year:

SRC met 2 times during the year under review i.e. on 30.05.2019 and 13.08.2019, to deliberate on various matters with respect to Stakeholders of the Company.

The details of attendance of Members of the Committee at each meeting are provided herein below:

Name of the Member	Meetings of Committee for the Financial Year 2019-20		
	Held during the tenure	1	2
Mr. Bhushanlal Behl	2	P	P
Mr. Yogesh Thakkar	2	P	P
Mrs. Sweety Reniwal	2	P	P

(iv) Shareholders' complaints:

During the year under review, your Company did not receive any complaints from the Shareholders.

D. Corporate Social Responsibility Committee

The Board of your Company has constituted a Corporate Social Responsibility Committee ("CSR Committee") in terms of the provisions of Section 135 of the Act. Its composition, quorum, powers, role and scope are in accordance with the provisions of Section 135 of the Act.

The Committee is inter alia entrusted with the responsibility of monitoring and implementation of the CSR projects/ programmes/ activities of your Company and also for approving the annual CSR Budget, implementation of CSR projects and other related activities.

(i) Composition:

The Committee comprises of 3 Directors as its Members, all of whom are Non-Executive Directors and amongst them 2 Independent Directors

Mr. Yogesh Thakkar, Independent Director, is the Chairman of the Committee. Mr. Yogesh Thakkar and Mrs. Sweety Reniwal are the members of the Committee.

(ii) Brief Description of Terms of Reference:

The scope and functions of the CSR Committee are in accordance with the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014 and terms of reference of CSR Committee inter alia includes following:

- i. To formulate and recommend to the Board a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act;
- ii. To recommend the amount of expenditure to be incurred on the activities in connection with corporate social responsibility to be undertaken by the Company in accordance with Section 135 of the Act; and
- iii. To monitor the Corporate Social Responsibility Policy of the Company from time to time..

(iii) Meetings and Attendance:

CSR Committee met once in a year on August 13, 2019. All the Members of the Committee were physically present at the meeting.

III. GENERAL BODY MEETINGS

• **Annual General Meetings**

Details of the last 3 AGMs of the Members of the Company alongwith the details of Special Resolutions passed at each such AGM, are tabled herein below:

Financial year	AGM	Date	Location	Time	Particulars of Special Resolution(s) passed
2016-2017	29 th	September 30, 2017	156, Maker Chambers VI, 220, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400021	10.30 a.m.	None
2017-2018	30 th	September 29, 2018	156, Maker Chambers VI, 220, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400021	10.30 a.m.	<ol style="list-style-type: none"> 1. Appointment of Rajeev Reniwal as the Managing Director of the Company 2. Re-appointment of Mr. Yogesh Thakkar as the Independent Director 3. Re-appointment of Mr. Bhushanlal Behl as the Independent Director 4. Advance of Loan including any loan represented by book debt or give any guarantee or provide any security in connection with loan taken.
2018-19	31 st	September 30, 2019	156, Maker Chambers VI, 220, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400021	10.30 a.m.	None

All Special Resolutions in the previous three AGMs of the Company were passed with requisite majority. All Resolutions were approved through remote e-voting and voting through ballot papers at the AGM.

- **Postal Ballot**

No postal ballot was conducted during the year under review. At present, there is no proposal for passing any Special Resolution through Postal Ballot. None of the business proposed to be transacted at the ensuing Annual General Meeting require passing a special resolution through postal ballot

IV. MEANS OF COMMUNICATION

- **Results:**

The quarterly/ half yearly/ annual results ("said results") alongwith the Limited Review/ Auditor's Report thereon are filed with the BSE Limited (referred to as "Stock Exchange") at its electronic platform i.e. BSE Corporate Compliance & Listing Centre, so as to enable it to display the same on its website. The said results are simultaneously uploaded on the website of the Company i.e. www.hariyanagroup.com, for the ease of reference of the Members of the Company. The aforesaid results are also published in "Free Press Journal" and "Navshakti" (a regional daily newspaper published from Mumbai) within the stipulated timelines.

A separate dedicated "Investors section", on the website of the Company, gives information on the aforesaid results, shareholding pattern and other relevant information of interest to the investors/ public.

In addition to the above, the Company has designated E-mail ID viz. contact@hariyanagroup.com, for Investor Relations and Shareholders assistance and the same is prominently displayed on the website of the Company.

- **Presentations made to institutional investors or to the analysts**

During the year under review, Company did not have any institutional investors.

V. GENERAL SHAREHOLDER INFORMATION

In terms of the provisions of Point No. 9 of Part C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), General Information of your Company for reference of the Shareholders is provided as under:

- **Thirty Second Annual General Meeting:**

Thirty Second Annual General Meeting (Day, Date, and Mode)	Wednesday, September 30, 2020 at 10.00 a.m through VC/ OAVM
Book Closure Date	Start Dt: September 23, 2020 End Dt : September 30, 2020
Cut-off date for e-voting	September 23, 2020

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Directors seeking appointment/ re-appointment at Annual General Meeting ("AGM") are given in the Annexure to the Notice of this AGM.

- **Financial Year:**

Your Company follows April-March as the Financial Year.

Tentative calendar for the Financial Year ending March 31, 2020:

The tentative months for the quarterly meetings of the Board of Directors for consideration of quarterly/ half-yearly/ annual financial results for the Financial 2020-2021, are as under:

Sr. No.	Particulars of the Quarter	Tentative Months
1.	Results for the quarter ended June 30, 2020	July/ August, 2020
2.	Results for the quarter and six months ended September 30, 2020	October/ November, 2020
3.	Results for the quarter and nine months ended December 31, 2020	January/ February, 2021
4.	Results for the quarter and year ended March 31, 2021	April/ May, 2021

Further, the tentative months for the Thirty Third AGM of the Company for the Financial Year ending March 31, 2021 shall be August/ September, 2021.

- **Dividend Payment Date:**

Not Applicable

- **Stock Exchanges where Securities of the Company are listed**

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

Listing on Stock Exchange	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001
Stock Code, Script Name and ISIN	BSE:532001 Script Name: INDCTST ISIN: INE146H01018

- **Payment of Annual Listing/ Custody/ Issuer Fees:**

Annual Listing Fees for the Financial Year 2020-21 have been paid to the Stock Exchange.

Annual Custody/ Issuer Fees have been paid to National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") for the Financial Year 2020-21.

Further, in terms of circular no. IMD/FPIC/CIR/P/2018/61 dated April 5, 2018, issued by Securities and Exchange Board of India ("SEBI"), your Company has appointed NSDL as the "Designated Depository" for the purpose of monitoring of Foreign Investment limits on behalf of the Company.

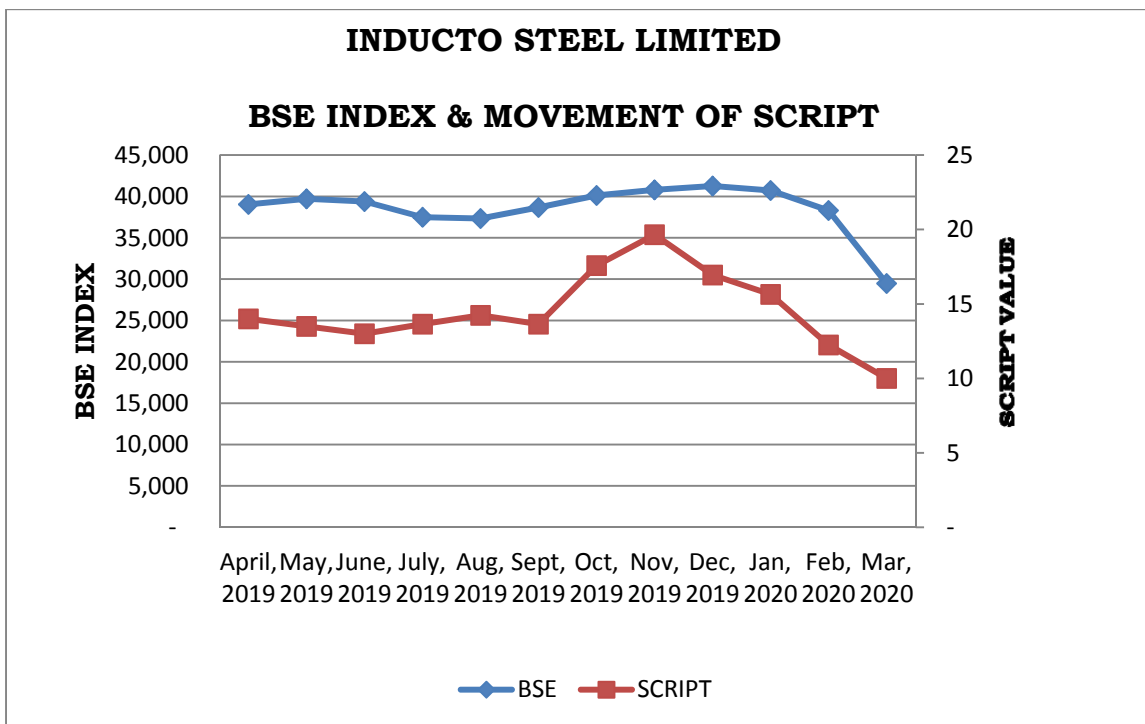
- **Stock Market Price Data:**

The stock market price data and volume of the Company's shares traded on the BSE during the Financial Year 2019-20 were as under:

Month - Year	High Price (in Rs.)	Low Price (in Rs.)	Close Price (in Rs.)	Total Traded Volume(No. of shares)
April-2019	14.00	12.70	14.00	1,455
May-2019	13.60	12.92	13.50	4,283
June-2019	13.65	12.83	13.00	3,118
July-2019	13.65	13.65	13.65	100
August-2019	17.39	14.24	14.24	5,630
September-2019	15.69	12.95	13.65	5,029
October-2019	17.59	14.33	17.58	955
November-2019	19.75	18.25	19.65	256
December-2019	19.80	16.95	16.95	325
January-2020	17.70	13.70	15.65	2,505
February-2020	16.40	12.25	12.25	7,337
March-2020	12.00	10.00	10.00	1,579

- Stock Performance:**

Performance in comparison to broad-based indices viz. BSE SENSEX during the Financial Year 2019-20 were as under:



- Registrar and Share Transfer Agents**

Name	Sharex Dynamic (India) Private Limited	
Registered Office Address	C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai-400083	
E-mail id	support@sharexindia.com	
Tel No.	022 – 2851 5606	
Website	www.sharexindia.com	
SEBI Registration Number	INR000002102	

- Distribution of Shareholding as on March 31, 2020:

Distribution Schedule on Scrip Value as on March 31, 2020				
Share of Nominal Value	Number of Holders	(%) of Holders	Total Amount	% of Amount
UPTO TO 5000	561	74.206	1205740	3.001
5001 TO 10000	80	10.582	646900	1.610
10001 TO 20000	58	7.672	867150	2.159
20001 TO 30000	14	1.852	365320	0.909
30001 TO 40000	4	0.529	143910	0.358
40001 TO 50000	10	1.323	468650	1.167
50001 TO 100000	7	0.926	490330	1.221
100001 TO ABOVE	22	2.910	35984540	89.575
TOTAL	756	100.000	40172540	100.000

Distribution Schedule on Number of Shares as on March 31, 2020				
Share	Number of Holders	(%) of Holders	Total Shares	% of Shares
1 TO 100	256	33.862	9365	0.233
101 TO 200	83	10.979	15053	0.375
201 TO 500	222	29.365	96156	2.394
501 TO 1000	80	10.582	64690	1.610
1001 TO 5000	86	11.376	184503	4.593
5001 TO 10000	7	.926	49033	1.221
10001 TO 100000	14	1.852	437620	10.894
100001 TO ABOVE	8	1.058	3160834	78.681
TOTAL	756	100.000	4017254	100.000

- **Category-wise Shareholding Pattern of the Company as on March 31, 2020:**

Sr. no.	Category	No. of Shareholders	No. of Shares held	% of Share holding
1.	Promoter and Promoter Group	11	2784774	69.32
2.	Bodies Corporate	15	78526	1.95
3.	NRI	4	4738	0.12
4.	Clearing Members	1	500	0.01
5.	Others	725	1148716	28.6
Total		756	4017254	100

- **Details of Shares held by Directors as on March 31, 2020:**

Name of Directors	No. of Shares Held
Mr. Rajeev Reniwal	3,37,526
Mrs. Sweety Reniwal	4,07,745
Mr. Yogesh Thakkar	0
Mr. Bhushanlal Behl	0

- **Dematerialisation of Shares and Liquidity**

As on March 31, 2020, 98.76% of the total Equity Share Capital of the Company was held in dematerialised form with NSDL and CDSL under International Securities Identification Number ("ISIN") -INE146H01018

- The break-up of Equity Shares held in dematerialised and physical mode as on March 31, 2020, is as under:

Particulars	No. of Shares	%
Physical	49,800	1.24
Dematerialised Mode ⁽¹⁾ :		
CDSL	17,22,744	42.88
NSDL	22,44,710	55.88
Total	40,17,254	100

Note:

(1) Entire shareholding of the Promoter and Promoter Group is in Dematerialised form.

- **Reconciliation of Share Capital Audit:**

As stipulated under Regulation 76 of SEBI (Depositories and Participants) Regulations, 1996, M/s. Dilip Bharadiya & Associates, Company Secretaries, carry out a quarterly audit for the purpose of reconciliation of the total issued capital, listed capital and the capital held by the depositories in dematerialised form, the details of changes in the Share Capital during each quarter.

Further, an audit report issued in that regard is submitted to the Stock Exchange on quarterly basis and the same is also placed before the Board.

- **Outstanding Global Depository Receipts (“GDRs”)/ American Depository Receipts (“ADRs”)/ Warrants or any convertible instruments, conversion date and likely impact on equity:**

Your Company has not issued any GDRs/ ADRs/ Warrants/ convertible instruments and hence, there are no outstanding GDRs/ ADRs/ Warrants or any convertible instruments pending for conversion as on March 31, 2020.

- **Commodity Price Risk/ Foreign Exchange Risk and Hedging Activities:**

Your Company does not engage in commodity hedging activities. The foreign currency exposure of the Company, in respect of its imports, borrowings and export receivables, if any, is hedged as per the Forex Policy of the Company. The Company uses a mix of various derivative instruments like forward covers, currency swaps, interest rate swaps or a mix of all.

- **Share Transfer System:**

Your Company has an appropriate share transfer system. Requests for transfer of shares held in physical form can be lodged with the RTA of the Company. If documents are complete in all aspects then the request is generally processed within 15 days of the receipt of the documents.

Transfers in electronic form are much simpler and quicker as the Shareholders have to approach their respective Depository Participants and the transfers are processed by NSDL/ CDSL, as the case may be, with no requirement of any separate communication to be made to the Company.

RTA of your Company ensures compliance with all the procedural requirements with respect to transfer, transmission and transposition of shares and formalities with respect to name deletion, sub-division, consolidation, renewal, exchange and endorsement of share certificates. Further, as stipulated under Regulation 40(9) of the SEBI Listing Regulations, the RTA also obtains a half yearly certificate in that regard from M/s. Dilip Bharadiya & Associates, Company Secretaries and the same is filed with the stock exchange.

- **Investor Service and Grievance Handling Mechanism:**

A robust mechanism is established by your Company which ensures efficient service to the investors, pro-active handling of investor correspondences and redressal of grievances in an expeditious manner. This mechanism is handled by the Company Secretary and Compliance Officer of your Company and the RTA.

During the Financial Year 2019-20, the Company did not receive any complaints.

(xv) Company’s Recommendations to the Shareholders:

a. Open Demat Account and Dematerialise your shares

Shareholders may consider converting their physical holdings into dematerialised form and avail the benefits of dealing in Shares in demat form. There are various other benefits such as immediate transfer of shares, no stamp duty payable on transfer of shares held in dematerialised form and avoidance of risks associated with physical certificates such as forged transfers, fake certificates and bad deliveries.

b. Consolidation of folios and avoidance of multiple mailing

In order to enable the Company to reduce costs and duplicity of efforts for providing services, Shareholders who have more than one folio/ demat account in the same order of names, are requested to consolidate their holdings under one folio/ demat account. They may write to the RTA/ Depository Participant (“DP”) in that regard. This would facilitate one-stop tracking of all corporate benefits on the shares and would reduce time and efforts required to monitor and service multiple folios/ demat accounts.

c. Submit Nomination Form

Shareholders shall register their nominations with the Company, in case of physical shares and with their DP, in case of dematerialised shares, to ensure that their shares are transmitted to their respective nominees without any hassles. They must ensure that nomination made is in the prescribed form and must be witnessed by two witnesses in order to be effective. The said form is available for download from the “Investor Relations” section on the website of the Company i.e. www.hariyanagroup.com.

d. Furnish/ update bank account particulars with the Company/ DP

Shareholders holding the shares in physical form shall furnish/ update their latest bank account number and other details with the Company and those holding the shares in dematerialised form should ensure that correct and updated particulars of their bank account are available with the DP. This would facilitate in receiving direct credits of dividends, refunds etc., from companies and avoid events such as postal delays and loss in transit.

e. Intimate/ update contact details

In order to receive communications on corporate actions and other information of the Company, the Investors may consider intimating their contact details (including address) and changes therein, if any, to the Company/ RTA, if shares are held in physical mode or to their DP, if the holding is in electronic mode.

f. Service of documents through electronic means

Your Company holds its Green Initiative in high regard. Pursuant to Section 101 and Section 136 of the Act, Companies can serve Annual Reports and other communications through electronic mode to those Shareholders who have registered their E-mail address either with the Company or with the DPs.

Accordingly, Shareholders who have not registered their e-mail addresses so far, are requested to register their E-mail address for receiving all communications including Annual Report, Notices, Circulars etc. from the Company electronically, by submitting a duly filled E-Communication Registration Form available on the website of the Company i.e. www.hariyanagroup.com, to RTA or to the Company on its designated E-mail Id i.e. secretarial.inducto@gmail.com / contact@hariyanagroup.com.

g. Exercise caution

Shareholders shall keep the Company/ DP updated on any change with respect to their holdings, to avoid likelihood of fraudulent transfers in case of folios with no movement or where the shareholder has either expired or is not residing at the address registered with the Company.

h. Deal with Registered Intermediaries

Shareholders should transact through a registered intermediary, who is subject to regulatory discipline of SEBI, as it will be responsible for its activities and in case the intermediary does not act professionally, the matter can be taken up with SEBI/ Stock Exchanges.

i. Monitor holdings regularly

Demat account should not be kept dormant for a long period of time. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified. Where the Shareholder is likely to be away for a long period of time and where the securities are held in electronic form, the Shareholder can make a request to the DP to keep the account frozen, so that there can be no debit to the account till the instruction for freezing the account is countermanded by the Shareholder.

j. Mode of Postage

Share certificates and high value dividend/ interest warrants/ cheques/ demand drafts should not be sent by ordinary post. It is recommended that such instruments are by registered post or courier.

• **Plants/ Divisions of the Company with their locations:**

1. **Ship Breaking Yard**

Plot No.14, Ship Breaking Yard, Alang, Dist. Bhavnagar, Gujarat – 364001

2. **Bhavnagar Division:**

Hariyana House, 2165/A-2, 2nd Floor, Sanskar Mandal Chowk, Bhavnagar – 364 002

With effect from 1st July, 2020, Company's branch Office has been shifted to: Hariyana Ship Breakers Limited, Atlanta Building, Plot No 2171-72/C, Opp Joggers Park, G-1 Attabhai Road, Bhavnagar- 364991, Gujarat

• **Address for Correspondence:**

All Members' correspondence should be forwarded to Sharex Dynamic (India) Private Limited the Registrar and Transfer Agent of the Company or to the Company Secretary at the Registered Office of the Company at the addresses mentioned below.

The Company's dedicated e-mail address for Members' Complaints and other communications is contact@hariyanagroup.com/ secretarial.inductop@gmail.com

•As stated in the SEBI circular dated March 26, 2018, whereby SEBI has issued new policy measures with respect to SEBI Complaints Redress System (SCORES), Members are requested to approach the Company directly at the first instance for their grievances.

Registrar and Share Transfer Agents (R&TA)**Sharex Dynamic (India) Private Limited**

C101 247 Park
L.B. S Marg, Vikhorli West
Mumbai-400 083

Ph: 022-28515606, 022-28515644

Fax: 28512885

E-mail: support@sharexindia.com

Website: www.sharexindia.com

Registered Office**Inducto Steels Limited**

156, Maker Chambers VI,
220 Jamnalal Bajaj Marg,
Nariman Point, Mumbai-400 021

Ph: +91 22 22043211

Fax: +91 22 22043215

E-mail: contact@hariyanagroup.com
secretarial.inductop@gmail.com

Website: www.hariyanagroup.com

• Feedback:

Your feedback is valuable to us to help us serve you better. Members are requested to give us their valuable suggestions, if any, for enhancement of our Investor Services by writing to us/ RTA at the address provided hereinabove.

Company has provided the details required under this as a separate section on “General Shareholder Information”, which forms a part of this Annual Report.

VI. OTHER DISCLOSURES**a) Details of materially significant related party transactions that may have potential conflict with the interests of the Company at large**

All the Related Party Transactions (“RPTs”) entered into by your Company, during the Financial Year 2019-20, were at arm’s length and in the ordinary course of business of the Company. All such transactions had prior approval of the Audit Committee and the Board.

However, there were no material significant RPTs that had/ may have potential conflict with the interests of your Company at large.

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

Your Company has complied with all applicable provisions of the SEBI Listing Regulations and all other applicable regulations and guidelines issued by SEBI and Stock Exchange. Consequently, there has been no instance of noncompliance with any legal requirements and hence, no penalties are imposed on your Company by SEBI or the Stock Exchange or any statutory authority on any matter related to the capital markets during the last 3 years.

c) Vigil Mechanism/ Whistle Blower Policy and affirmation that no personnel have been denied access to the Audit Committee

Your Company has in place a Vigil Mechanism/ Whistle Blower Policy which facilitates for direct access to the Management and the Audit Committee of the Board to all Stakeholders to report concerns about any unethical behaviour, actual or suspected fraud or violation of the Company’s Code of Conduct or ethics policy. The mechanism provides adequate safeguards against any victimisation of the persons who use this mechanism. It is hereby affirmed that no personnel has been denied access to the Audit Committee.

Also, the Company has adopted “Policy for Prevention of Sexual Harassment at Workplace”. This ensures a work environment that is professional and mature, free from animosity and one that reinforces Company’s value of integrity, which includes respect for the individual.

d) Other Policies, Programmes and Codes of the Company

- **Corporate Social Responsibility Policy:**

In terms of the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, your Company has adopted Corporate Social Responsibility policy having the following scope:

- i. Planning project or programmes which a Company plans to undertake falling within the purview of Schedule VII of the Act; and
- ii. Monitoring process of such project or programmes.

- **Policy on Related Party Transactions:**

In terms of the provisions of Regulation 23 of the SEBI Listing Regulations, your Company has framed a Policy on RPTs to regulate transactions of the Company with its related parties (as defined and identified under the Act, SEBI Listing Regulations), to ensure high standards of Corporate Governance while dealing with related parties and also to ensure optimum compliance with applicable laws prescribed for RPTs. The policy is also available on the website of the Company i.e. www.hariyanagroup.com.

- **Code of Conduct for Trading in Listed or Proposed to be Listed Securities of Inducto Steels Limited:**

This document explains the Code to be observed by all the Connected Persons of your Company as defined under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as may be amended from time to time. The Company has revised its Code of Conduct for Trading in Listed or Proposed to be Listed Securities of the Company and is in compliance with the Listing Regulations.

The objective of this Code is to communicate to all the Connected Persons, the Code related to trading in listed or proposed to be listed securities of the Company. It is intended to serve as a guideline to all persons connected with the Company, which they should imbibe and practice, both in letter and spirit, while trading in listed or proposed to be listed securities of the Company.

- **Code of Conduct for Board Members and Senior Management of Inducto Steels Limited:**

This Code of Conduct has been framed and adopted by your Company in compliance with the provisions of Regulation 17 of the SEBI Listing Regulations.

The Code incorporates the duties of Independent Directors as laid down in the Act and also helps the Board Members and Senior Managers to observe the highest standards of ethical conduct along with integrity and to work to the best of their ability and judgement.

- **Policy on Preservation of Documents:**

In terms of the provisions of Regulation 9 of the SEBI Listing Regulations, your Company has adopted this policy for preservation of documents.

This policy contains guidelines for identifying Documents (as defined under the SEBI Listing Regulations) that need to be maintained, specifies the period of preservation of such Documents and its destruction/disposal. This policy aims to provide efficient and systematic control on the maintenance, periodicity and destruction of business related Documents.

- **Policy for Determining of Material Subsidiary Companies:**

Your Company does not have any Subsidiary as on the date of this report and accordingly, it does not have any policy for determining the “Material Subsidiary”.

- **Policy for Determination of Materiality of Information or Event:**

In terms of the provisions of Regulation 30 of the SEBI Listing Regulations, your Company has adopted this policy for determination of materiality of information or event for facilitating prompt disclosure of material price sensitive information to the Stock Exchange(s) in compliance with the provisions of the SEBI Listing Regulations. This policy acts as a guidance for determining materiality of such price sensitive information and with the objective to ensure prompt disclosure of material price sensitive information/ event to the Stock Exchange, where the securities of the Company are listed, so that present and potential investors are able to take informed decision relating to their investment in your Company and to avoid creation of false market in the securities of the Company. The policy is also available on the website of the Company i.e. www.hariyanagroup.com.

- **Policy for Archival of Documents:**

In terms of the provisions of Regulation 30 of the SEBI Listing Regulations, your Company has adopted this Policy for the archival of documents of the Company, to comply with the provisions of the SEBI Listing Regulations. The policy provides that beyond the Mandatory Hosting Period (i.e. 5 years from the date of each disclosure on the website of your Company), the disclosed information shall be archived for such other additional period as may be required considering the requirement of various statutes, law, regulations etc. and other legal and administrative aspects. The policy is also available on the website of the Company i.e. www.hariyanagroup.com.

- **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information:**

This Code of Conduct has been framed and adopted by the Company in compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 “SEBI PIT Regulations”, to adhere to each of the Principles of Fair Disclosure for the purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, as set out in Schedule A to the SEBI PIT Regulations.

e) Commodity Price Risk and Commodity Hedging Activities

Your Company does not engage in Commodity hedging activities.

f) Details of compliance with mandatory requirements and adoption of non-mandatory requirements

Your Company has complied with all the mandatory requirements of the SEBI Listing Regulations relating to Corporate Governance.

In addition to the same, your Company also strives to adhere and comply with the following discretionary requirement specified under Regulation 27(1) and Part E of the Schedule II of the SEBI Listing Regulations, to the extent applicable:

(i) Reporting of Internal Auditor: The Internal Auditor of your Company directly reports to the Audit Committee on functional matters.

g) Disclosure of Accounting Treatment

The Company has followed all applicable and relevant Accounting Standards while preparing the Financial Statements.

h) Proceeds from Public Issues, Right Issues, Preferential Issues, etc.

During the year, your Company has not raised any proceeds from public issue, rights issue, preferential issues, etc. and hence, there are no unutilised issue proceeds during the year under review.

i) Certificate from Company Secretary in Practice regarding Non-Debarment and Non-Disqualification of Directors

A certificate from Company Secretary in Practice certifying that none of the Directors on the Board of the Company as on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such Statutory Authority, is annexed at the end of this Report

j) Disclosure in relation to recommendation made by any Committee which was not accepted by the Board

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

k) Management

The Management Discussion and Analysis is prepared in accordance with the requirements laid out in Regulation 34 read with Section B of Schedule V of the SEBI Listing Regulations and forms part of the Report of the Board of Directors.

No material transaction has been entered into by your Company with the Promoters, Directors or the Management or relatives, etc. that may have a potential conflict with interests of the Company.

l) Shareholders

According to the Articles of Association, one-third of the Directors retire by rotation and if eligible, seek re-appointment at the AGM. Accordingly, Mrs. Sweety Reniwal will retire in the ensuing 32nd AGM of the Company and is eligible for re-appointment. Accordingly the Board has recommended her re-appointment in the said AGM. The detailed profile of Mrs. Sweety Reniwal is provided in the notice convening the said AGM.

m) Total fees for all services paid to the Statutory Auditors by the Company and its Subsidiaries

Total fees paid by the Company excluding GST thereon, to the Statutory Auditors viz MIS. P.O Goplani & Associates, Chartered Accountants, Bhavnagar (Firm Registration No. 118023W) and M/s. Lahoti Navneet & Co, Chartered Accountants, Mumbai (Firm Registration No. 116870W), be all entities in the network firm/network entity of which the Statutory Auditors is a part, are as follows:

Sr. No.	Particulars	Amount (Rs. in Lakhs)
1	Audit Fees	2.93
2	Limited Review	-
3	Other Services	-
4	Re-imbursement of Expenses	-
	Total	2.93

n) Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the Financial Year 2019-20

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

No complaint was received by the Internal Complaints Committee during the year under review and pending as at March 31, 2020, pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

- o) The Company has also complied with the requirements of Corporate Governance Report of Paras (2) to (10) mentioned in Part 'C' of Schedule V of the Listing Regulations, disclosed the extent to which the discretionary requirements as specified in Part E of Schedule II of the Listing Regulations and disclosed necessary information as specified in Regulation 17 to 27 and Regulation 46(2) (b) to (i) of the Listing Regulations in the respective places in this Report.

SUBSIDIARY COMPANIES

As on March 31, 2020, your Company did not have any subsidiary.

MD/ CFO CERTIFICATION

As required under the provisions of Regulation 33 of the SEBI Listing Regulations, Mr. Rajeev Reniwal, Managing Director and Mr. Dilip Kaushik – Chief Financial Officer has reviewed the Audited Financial Results and Cash Flow Statements for the Financial Year ended March 31, 2020 and accordingly has provided a certificate, which is enclosed separately at the end of this Report.

REPORT ON CORPORATE GOVERNANCE

As required under Regulation 27 of the SEBI Listing Regulations, your Company has been duly submitting the quarterly compliance report in the prescribed format and within the required timelines to the Bombay Stock Exchange and the same is available on its website. The said report is also available on the website of the Company i.e. www.hariyanagroup.com.

The Compliance Certificate received from the Statutory Auditors i.e. M/s. P.D. Goplani & Associates, Chartered Accountants, Bhavnagar (Firm Registration No. 118023W) and M/s. Lahoti Navneet & Co, Chartered Accountants, Mumbai (Firm Registration No. 116870W), regarding compliance of Corporate Governance requirements is annexed as **Annexure-III** to the Report of the Board of Directors.

Further, your Company has complied with the Corporate Government requirements specified in Regulations 17 to 27 and clauses (b) to (i) of Sub-regulation (2) of Regulation 46 and the same has been disclosed in this Report.

CERTIFICATE FROM PRACTICING COMPANY SECRETARY

To,
The Members
INDUCTO STEEL LIMITED

This Certificate is being issued to the Members of **INDUCTO STEEL LIMITED**, bearing Corporate Identity Number (CIN) - L27100MH1988PLC194523, having its registered office address at 156, Maker Chambers VI 220 Jamnalal Bajaj Marg, Nariman Point Mumbai - 400021 (*"the Company"*) in terms of Regulation 34(3) read with Schedule V para C Clause 10(i) of the Securities Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015 (*"SEBI Listing Regulations"*).

We believe it is the responsibility of the Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Companies Act, 2013("Act") and SEBI Listing Regulations.

We have examined the documents and disclosures provided by the following Directors in electronic mode, for the purpose of issuing this Certificate, in accordance with the requirements under the Act and the SEBI Listing Regulations:

Directors of the Company		
Sr. No.	Name of the Director	DIN
1.	RAJEEV SHANTISARUP RENIWAL	00034264
2.	SWEETY RAJEEV RENIWAL	00041853
3.	YOGESH ANANTRAI THAKKAR	00043588
4.	BHUSHANLAL BEHL	03023697

Based on our examination of documents/ information/ explanations made available to us by the Company and such other verifications [including Directors Identification Number (DIN) status at the portal www.mca.gov.in] carried out by us as deemed necessary and adequate, in our opinion and to the best of our information and knowledge, **we certify that as on date of this certificate, none of the directors on the Board of the Company, as listed hereunder, have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.**

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

For **DILIP BHARADIYA & ASSOCIATES**

Sd/-
DILIP BHARADIYA
F.C.S No. 7956 C.O.P No. 6740
UDIN: F007956B000436661

Place: Mumbai
Date: July 09, 2020

MANAGING DIRECTOR / CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To

The Board of Directors

Inducto Steels Limited

Mumbai

1. We have reviewed Audited Financial Statements and the cash flow statement of **INDUCTO STEELS LIMITED** ('Company') for the year ended March 31, 2020 and that to the best of our knowledge and belief, we state that;
2. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
3. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
4. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the Financial Year ended on March 31, 2020 which are fraudulent, illegal or violate the Company's code of conduct.
5. 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 propose to be taken for rectifying these deficiencies.
6. We have indicated to the auditors and the Audit committee
 - i. significant changes, if any, in internal control over financial reporting during the Financial Year ended on March 31, 2020;
 - ii. significant changes, if any, in accounting policies made during the Financial Year ended on March 31, 2020 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.

Sd/-

Rajeev Shantisarup Reniwal

Managing Director

Sd/-

Dilip Kaushik

Chief Financial Officer

Place: Mumbai

Date: July 09, 2020

DECLARATION

As provided under the provisions of Schedule II and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Directors and Senior Management Personnel of the Company have affirmed the Compliance with the Code of Conduct for the year ended March 31, 2020.

Sd/-

Rajeev Shantisarup Reniwal

Managing Director

Place: Mumbai

Date: July 09, 2020

Lahoti Navneet & Co.
Chartered Accountants
516, Summit Business Bay, Opp. Cinemax,
Chakala, Andheri (E), Mumbai-400093

P. D. Goplani & Associates
Chartered Accountants
A/104-105, Leela Efcee,
Waghawadi Road, Bhavnagar – 364002

INDEPENDENT AUDITOR’S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (AS AMENDED)

To
The Members of INDUCTO STEELS LIMITED

1. The Corporate Governance Report prepared by Inducto Steels Limited (“the Company”), contains details as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the Listing Regulations”) (‘applicable criteria’) with respect to Corporate Governance for the year ended March 31, 2020. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

Management’s Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor’s Responsibility

4. Our responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the Listing Regulation.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India (“ICAI”). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditor’s judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures includes but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.
8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2020, referred to in paragraph 1 above.

Other Matters and Restriction On Use

10. This Report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
11. This Report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Report for events and circumstances occurring after the date of this Report.

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

Sd/-
CA Sanjay Soni
Partner
M. No. 114835

Mumbai
July 9, 2020

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

Sd/-
CA Sonam Langalia
Partner
M. No. 154014

Bhavnagar
July 9, 2020

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

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

To,
The Members,
INDUCTO STEELS LIMITED

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **INDUCTO STEELS 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 our opinion thereon.

On account of ongoing pandemic of COVID -19 and consequent lockdown as directed by the Central and State Government(s), the process of audit has been modified. Documents/ records / returns /minutes relating to the Financial Year were made available to us in electronic mode and were verified based on the representations received from the company for its accuracy and authenticity. Based on our verification of books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has during the audit period covering the Financial Year ended on March 31, 2020 ("period under review"), complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company as given in **Annexure - A**, for the period under review, according to the applicable provisions of:
 - (i) The Companies Act, 2013 ("the Act") and the rules made thereunder and the Companies Act, 1956 *(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 *(to the extent applicable)*;
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client; and
 - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. We have relied on the representations made by the Company and its officers and report of the Internal Auditor for systems and mechanism formed by the Company for compliances under other applicable Laws. The list of other laws applicable to the Company is given in **Annexure - B**.
3. We have also examined compliance with the applicable clauses of the following:
 - (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - (ii) The Listing Agreements entered into by the Company with BSE Limited ("BSE/ Stock Exchange"), from time to time and the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. subject to the provisions of IEPF mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors or Key Managerial Personnel ("KMP") that took place during the period 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 of all Directors at the meeting.

All Resolutions of the Board of Directors and its Committees are approved by the requisite majority and are duly recorded in the respective minutes.

Majority decision is carried through, while the dissenting views of the Directors/ Members, if any, are captured and recorded as part of the minutes.

We further report that

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

We further report that

There were no events/ actions in pursuance of:

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (c) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

We further report that during the period under review there were no instances of:

- (a) Public/ Rights Issue of Equity Shares & Equity Warrants/ Debentures/ Sweat Equity;
- (b) Redemption/ Buy- back of securities;

- (c) Merger/ Amalgamation/ Reconstruction, etc.; and
- (d) Foreign Technical Collaborations

This report is to be read with our letter of even date, which is annexed as **Annexure - C** to this report.

For **DILIP BHARADIYA & ASSOCIATES**

Sd/-

DILIP BHARADIYA

Proprietor

FCS No.: 7956, C P No.: 6740

UDIN: F007956B000436670

Place: Mumbai

Date: July 09 2020

Annexure - A

List of documents verified

1. Memorandum & Articles of Association of the Company;
2. Annual Report for the Financial Year ended March 31, 2019.
3. Minutes of the meetings of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee held during the financial year under review, alongwith the Attendance Registers;
4. Resolutions passed by way of circulation approved by the Board of Directors and its Committees from time to time; if any.
5. Minutes of General Body Meeting held during the financial year under review;
6. Statutory Registers viz.
 - Register of Directors & KMP & Directors Shareholding
 - Register of loans, guarantees and security and acquisition made by the Company
 - Register of Charges
 - Register of Related Party Transaction- Transactions are in the Ordinary Course of Business at Arm's Length Basis.
 - Register of Members;
7. Agenda papers submitted to all the Directors/ Members for the Board and Committee Meetings;
8. Declarations received from the Directors of the Company pursuant to the provisions of Section 184(1), Section 164(2), Section 149(3) and Section 149(7) of the Companies Act, 2013;
9. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Companies Act, 1956, if any and Companies Act, 2013, as amended from time to time alongwith the attachments thereof, during the financial year under review.
10. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Annexure - B

List of applicable laws to the Company

- Gujarat Maritime Board Act, 1981;
- The Factories Act, 1948;
- The Contract Labour Act, 1970; and
- The Hazardous Wastes (Management & Handling) Rules, 1989 under Gujarat Pollution Control Board

Annexure - C

To,
The Members,
INDUCTO STEELS LIMITED

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

- 1) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the practices and processes, we followed provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 4) Where ever required, we have obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.
- 5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, norms and standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
- 6) The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **DILIP BHARADIYA & ASSOCIATES**

Sd/-

DILIP BHARADIYA

Proprietor

FCS No.: 7956, C P No.: 6740

UDIN: F007956B000436670

Place: Mumbai
Date: July 09, 2020

Lahoti Navneet & Co.
Chartered Accountants
516, Summit Business Bay, Opp. Cinemax,
Chakala, Andheri (E), Mumbai-400093

P. D. Goplani & Associates
Chartered Accountants
A/104-105, Leela Efcce,
Waghawadi Road, Bhavnagar – 364002

INDEPENDENT AUDITOR’S REPORT

To the members of **Inducto Steel Limited**
Report on the audit of the Standalone Ind AS financial statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of **Inducto Steel Limited**, (“the Company”) which comprises the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year ended.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor’s Response
<p><u>External Confirmations</u></p> <p>COVID-19 has impacted the procedure of external confirmation request to vendors and customers at the year-end and therefore, positive external confirmation request was sent through electronic mode. However, due to suspension of business activities of the many confirming parties, most confirmations were not received.</p> <p>The Company seeks and had sought confirmations from vendors and customers during the year.</p>	<p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> - Revised assessed risk and modify our audit procedures to mitigate these risks; - Obtained a reliable assurance pertaining to transactions with confirming parties, in sense for accurate and complete process of routine and significant classes of transactions such as revenue, purchases, etc.; - Selected samples and tested the effectiveness of controls related to accuracy and completeness of transactions in totality

<p>In such events, we auditors performed alternative audit procedures.</p> <p>This matter is considered to be key audit matter given the circumstances of the year-end confirmations under COVID-19.</p>	<p>considering the frequency and regularity of transactions;</p> <ul style="list-style-type: none"> - Performed alternative audit procedures like <ul style="list-style-type: none"> - For accounts receivable balances : scrutiny of ledger accounts and verification of subsequent receipts; - For accounts payable balances : scrutiny of ledger accounts and other documents/records, such as bills from vendors supported by goods received notes.
<p><u>Evaluation of uncertain tax positions</u></p> <p>The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p>	<p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> - Obtained details of completed tax assessments and demands for the year ended March 31, 2020 from management. - Obtained understanding of key uncertain tax positions. - Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions. - Assessed management's estimates of the possible outcome of the disputed cases.

Information Other than the Standalone Ind AS Financial Statements and Auditor's Report Thereon

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

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

Responsibility of Management and those charged with governance for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Ind AS Financial Statements

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("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 statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

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

- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. the balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the cash flow statement dealt with by this Report are in agreement with the books of account;
- d. in our opinion, and except for the effects of our qualified opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. on the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report; and
- g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed impact of pending litigations which could materially impact its financial statements - *Refer Note 3.10 of the standalone Ind AS 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 amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

Sd/-
CA Sanjay Soni
Partner
M. No. 114835
UDIN: 20114835AAAACY6910

Mumbai
July 9, 2020

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

Sd/-
CA Sonam Langalia
Partner
M. No. 154014
UDIN: 20154014AAAABT5692

Bhavnagar
July 9, 2020

Annexure A to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone Ind AS financial statements for the year ended March 31, 2020, we report that:

- i)
 - a) The Company has maintained proper records showing the full particulars, including the quantitative details and situation of its fixed assets.
 - b) All the assets have not been physically verified by the management during the year, but as per the information and explanations provided to us, there is a regular programme of physical verification, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
 - c) According to information and explanations given by the management, the title deeds of immovable properties, included under tangible fixed assets, are held in the name of the Company, **except as detailed in Annexure – 1**, the properties which are not in the name of the company. We were given to understand that the said immovable properties were owned and acquired by the company in the scheme of merger, however, the title deeds of the same are still in the name of erstwhile merging companies. Moreover, in case of Green Plot Development (Alang), the company has done redevelopment work on a lease hold plot at Alang (Alang Ship Breaking Yard, Alang).
- ii) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable and no material discrepancies were noticed on such physical verification. However, as regards stock of raw materials, the company is mainly engaged in ship breaking activities and old and used ships are its main raw materials. Ascertaining actual weight of ship at the time of purchase and thereafter; is not possible due to its nature and size, loss of weight on account of corrosion and other factors during the usage of the ship and its voyage for long period of the years. Inventory of raw materials at the close of the year is ascertained by reducing the weight of the scrap sold together with the estimated wastage of the material.
- iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013.
- v) According to the information and explanations given to us, the company has not invited deposits as per the provisions of section 73 to 76 of the act.
- vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

- vii) a) In our opinion and according to the information and explanations given to us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues applicable to it and no such undisputed amounts were in arrears for a period of more than six months from the date they became payable.
- b) According to the records of the Company, the dues outstanding of income-tax, sales-tax, wealth-tax, service tax, duty of customs, duty of excise, value added tax and cess on account of any dispute, are as follows:

Name of the authority (where the dispute is pending)	Related period	Nature	Amount
Hon. CIT (A) 8, Mumbai	AY 2014-15	Income Tax	Rs. 2,45,66,390
Hon. ITAT "I" Bench, Mumbai	AY 2012-13	Income Tax	Rs. 42,19,940

- viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and financial institution. The Company has not taken any loan from government.
- ix) In our opinion and according to the information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loan during the year under report.
- x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud by the Company or material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi) According to the information and explanations given by the management, we report that the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.
- xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone Ind AS financial statements, as required by the applicable accounting standards.
- xiv) According to the information and explanations given by the management and based on the examinations of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Act are not applicable.

xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

Sd/-
CA Sanjay Soni
Partner
M. No. 114835
UDIN: 20114835AAAACY6910

Mumbai
July 9, 2020

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

Sd/-
CA Sonam Langalia
Partner
M. No. 154014
UDIN: 20154014AAAABT5692

Bhavnagar
July 9, 2020

Annexure 1 to Companies Auditors Report (CARO 2016)

Details of Para 3(i) (c) : Immovable Properties

Particulars	Gross Block as at 31.03.2020 (Rs.)	Net Block as at 31.03.2020 (Rs.)	Remarks
Land	1,66,257.00	1,66,257.00	Held in the name of Erstwhile Merging companies M/s. Hariyana Industrial Gases Pvt Ltd and Inducto Techno Castings Pvt Ltd since 31.03.2006.
Shed & Building	28,96,148.00	6,76,743.00	Held in the name of Erstwhile Merging companies M/s. Hariyana Industrial Gases Pvt Ltd and Inducto Techno Castings Pvt Ltd since 31.03.2006.

Annexure B to the Independent Auditors' Report

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

We have audited, the internal financial controls with reference to financial statements of **Inducto Steel Limited** (“the Company”) as of March 31, 2020 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountant of India and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to 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 control with reference to 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 with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial control with reference to 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 and according to the best of information and explanations provided to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2020, based on the internal control over financial reporting, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

Sd/-
CA Sanjay Soni
Partner
M. No. 114835
UDIN: 20114835AAAACY6910

Mumbai
July 9, 2020

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

Sd/-
CA Sonam Langalia
Partner
M. No. 154014
UDIN: 20154014AAAABT5692

Bhavnagar
July 9, 2020

Lahoti Navneet & Co.
Chartered Accountants
516, Summit Business Bay, Opp. Cinemax,
Chakala, Andheri (E), Mumbai-400093

P. D. Goplani & Associates
Chartered Accountants
A/104-105, Leela Efcce,
Waghawadi Road, Bhavnagar – 364002

INDEPENDENT AUDITOR’S REPORT

To the members of **Inducto Steel Limited**
Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of **Inducto Steel Limited**, (hereinafter referred to as ‘the Company’) and its associate (refer Note 3.10 to the attached consolidated Ind AS financial statements) (the company and its associate together referred to as ‘the group’), which comprise the Consolidated Balance Sheet as at March 31, 2020, the Consolidated Statement of Profit And Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows, the Consolidated Statement of Changes in Equity, for the year then ended, and a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as “the Consolidated Ind AS financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020, and consolidated total comprehensive income (comprising of profit and consolidated other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	Auditor’s Response
<p>External Confirmations COVID-19 has impacted the procedure of external confirmation request to vendors and customers at the year-end and therefore, positive external confirmation request was sent through electronic mode. However, due to suspension of business activities of the many confirming parties, most</p>	<p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> • Revised assessed risk and modify our audit procedures to mitigate these risks; • Obtained a reliable assurance pertaining to transactions with confirming parties, in sense for accurate and complete process of

<p>confirmations were not received.</p> <p>The Company seeks and had sought confirmations from vendors and customers during the year. In such events, we auditors performed alternative audit procedures.</p> <p>This matter is considered to be key audit matter given the circumstances of the year-end confirmations under COVID-19.</p>	<p>routine and significant classes of transactions such as revenue, purchases, etc.;</p> <ul style="list-style-type: none"> • Selected samples and tested the effectiveness of controls related to accuracy and completeness of transactions in totality considering the frequency and regularity of transactions; • Performed alternative audit procedures like <ul style="list-style-type: none"> - For accounts receivable balances : scrutiny of ledger accounts and verification of subsequent receipts; - For accounts payable balances : scrutiny of ledger accounts and other documents/records, such as bills from vendors supported by goods received notes.
<p><u>Evaluation of uncertain tax positions</u></p> <p>The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p>	<p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> • Obtained details of completed tax assessments and demands for the year ended March 31, 2020 from management. • Obtained understanding of key uncertain tax positions. • Discussed with appropriate senior management and evaluated management’s underlying key assumptions in estimating the tax provisions. • Assessed management’s estimates of the possible outcome of the disputed cases.

Information Other than the Consolidated Ind AS Financial Statements and Auditor’s Report Thereon

The Company’s management and Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated Ind AS financial statements and our auditor’s report thereon.

Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated Ind AS 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 and the reports of other auditors furnished to us (refer Other Matters paragraph below), we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management and those charged with governance for the Consolidated Ind AS Financial Statements

The Company’s Board of Directors is responsible for preparation and presentation of these consolidated Ind AS financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in

India, including the accounting Standards specified under section 133 of the Act. The Board of Directors of the Company and management of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and its associates and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Board of Directors of the company as aforesaid.

In preparing the consolidated Ind AS financial statements, the Board of Directors of the company and management of its associates are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors of the Company and management of its associates are also responsible for overseeing the Group's financial reporting process.

Auditor's Responsibility for the Audit of the Consolidated Ind AS Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 and its associates have adequate internal financial controls with reference to consolidated Ind AS 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 management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on ability of the Company and its associates 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 consolidated Ind AS 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 and its associates to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding financial information of the entities or business activities of the company and its associates to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of the company included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion.

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

Other Matters

The consolidated Ind AS financial statements also include the Group's share of net profit of Rs. Nil for the year ended March 31, 2020, as considered in the consolidated Ind AS financial statements, in respect of one associate, whose financial statements/ financial information have been audited by the other auditors whose reports have been furnished to us by the Management, and our opinion in so far as it relates to the amounts and disclosures included in respect of this associate, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid associate is based solely on the reports of the other auditors.

Our opinion on the consolidated Ind AS financial statements above, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with regard to our reliance on the work done and the reports of the other auditors and the Ind AS financial statements/ financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditors on the financial statements/ financial information of the associate of the company referred to above in sub-paragraph of the Other Matters paragraph above, we report, to the extent applicable, 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 of the aforesaid consolidated Ind AS financial statements;
- b. in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and report of the other auditors referred in Other Matters paragraph above;
- c. the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Cash Flows dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of consolidated Ind AS financial statements and the financial information of the associate of the Company;
- d. in our opinion, and based on the consideration of the report of the other auditors referred to in Other Matters paragraph above, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act;
- e. on the basis of the written representations received from the directors of the Company as on March 31, 2020 taken on record by the Board of Directors of the Company, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. with respect to the adequacy of the internal financial controls with reference to the financial statements of the Company and its associates and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" to this report; and
- g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the consolidated Ind AS financial statements disclose the impact, if any, of pending litigations as on March 31, 2020 which could materially impact on its consolidated financial statements – *Refer Note 3.11 of consolidated Ind AS financial statements;*
 - ii. the Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. there has been no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

For Lahoti Navneet & Co.
Chartered Accountants
 FRN : 116870W

Sd-
CA Sanjay Soni
Partner
 M. No. 114835
UDIN; 20114835AAAACZ7797

Mumbai
 July 9, 2020

For P. D. Goplani & Associates
Chartered Accountants
 FRN : 118023W

Sd/-
CA Sonam Langalia
Partner
 M. No. 154014
UDIN: 20154014AAAABQ1195

Bhavnagar
July 9, 2020

Annexure A to the Independent Auditor's Report

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

In conjunction with our audit of the Consolidated Ind AS financial statements of the company as of and for the year ended March 31, 2020, we have audited, the internal financial controls over financial reporting of **Inducto Steel Limited** (hereinafter referred to as 'the Company') and its associate reporting under clause (i) of sub-section 3 of section 143 of the Act in respect of adequacy of internal financial controls with reference to financial statements is not applicable to one associate, namely Calvin Divine Enterprise LLP, pursuant to MCA notification.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the company and its associate are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountant of India and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to 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 control with reference to 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 with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial control with reference to 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 and according to the best of information and explanations provided to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2020, based on the internal control over financial reporting, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Lahoti Navneet & Co.

Chartered Accountants

FRN : 116870W

Sd-

CA Sanjay Soni

Partner

M. No. 114835

UDIN; 20114835AAAACZ7797

Mumbai

July 9, 2020

For P. D. Goplani & Associates

Chartered Accountants

FRN : 118023W

Sd/-

CA Sonam Langalia

Partner

M. No. 154014

UDIN: 20154014AAAABQ1195

Bhavnagar

July 9, 2020

Standalone Balance Sheet as at March 31, 2020

Rs. In Lakhs

Particulars	Note No.	As at	
		March 31, 2020	March 31, 2019
ASSETS			
I. Non-current assets			
Property, plant and equipment	1.1	254.19	103.42
Non-current financial assets			
Investment - Non Current	1.2	3,356.17	3,119.51
Other non-current assets	1.3	348.32	114.09
		3,958.68	3,337.02
II. Current assets			
Inventories	1.4	15.53	1,469.76
Current financial assets			
Trade receivables	1.5	174.73	157.74
Cash and cash equivalents	1.6	21.19	30.70
Other current assets	1.7	15.72	298.78
		227.17	1,956.98
Total Assets		4,185.85	5,293.99
EQUITY AND LIABILITIES			
Equity			
Equity share capital	1.8	401.73	401.73
Other equity	1.9	3,757.42	3,738.43
		4,159.14	4,140.15
Liabilities			
I. Non-current liabilities			
Non - current provisions	1.10	0.31	2.09
Deferred tax liabilities (net)	1.11	12.68	7.73
		12.99	9.82
II. Current liabilities			
Current financial liabilities			
Trade payables	1.12	-	1,079.93
Other current financial liabilities	1.13	0.64	0.44
Other current liabilities	1.14	9.85	23.93
Short-term provisions	1.15	0.97	14.19
Current tax liabilities	3.1	2.25	25.54
		13.71	1,144.02
Total Equity and Liabilities		4,185.85	5,293.99
		0.00	0.00

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

For and on behalf of the Board
Inducto Steels Limited

Sd/-
Rajeev Reniwal
Director
DIN: 00034264

Sd/-
Sweety Reniwal
Director
DIN: 00041853

Sd/-
CA Sanjay Soni
Partner
Membership No. 114835

Sd/-
CA Sonam Langalia
Partner
Membership No. 154014

Sd/-
Rupali Somani
Company Secretary

Sd/-
Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: July 9, 2020

Place: Mumbai
Date: July 9, 2020

Standalone Statement of Profit and Loss for the year ended March 31, 2020

Rs. In Lakhs

Particulars	Note No.	Year ended	
		March 31, 2020	March 31, 2019
Income			
Revenue from operations	2.1	4,557.48	7,583.41
Other income	2.2	181.96	19.66
Total Income		4,739.44	7,603.07
Expenses			
Cost of raw materials consumed	2.3	4,347.03	2,581.73
Purchase of Stock - in - Trade	2.4	-	4,272.44
Changes in the inventories of Finished Goods, Stock In Trade and Work - In Progress	2.5	75.60	-44.25
Employee benefits expense	2.6	112.69	100.27
Finance costs	2.7	7.74	85.37
Depreciation and amortisation expense	1.1	17.50	15.16
Other Expenses	2.8	155.10	516.02
Total expenses		4,715.65	7,526.76
Profit before tax		23.79	76.31
Tax expenses			
Current tax		2.04	36.44
Deferred tax		4.38	-2.82
		6.42	33.62
Profit for the year		17.37	42.69
Other comprehensive income			
(i) Items that will not be reclassified to Profit or Loss			
- Remeasurement of Defined Benefit Plans		2.20	0.46
(ii) Income tax relating to items that will not be reclassified to Profit or Loss	24	-0.57	-0.12
Total other comprehensive income		1.62	0.34
Total comprehensive income for the year		18.99	43.03
Earning per equity share [face value Rs.10/- each]			
Basic		0.43	1.06
Diluted		0.43	1.06
<i>(Refer Note 3.3)</i>			

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

For and on behalf of the Board
Inducto Steels Limited

Sd/-
CA Sanjay Soni
Partner
Membership No. 114835

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Sd/-
Rupali Somani
Company Secretary

Sd/-
Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: July 9, 2020

Place: Mumbai
Date: July 9, 2020

Standalone statement of Cash flow for the year ended on March 31, 2020

Rs. In Lakhs

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Cash flow from operating activities		
Profit before tax	25.99	76.77
Adjustment for :		
Depreciation and amortisation expense	17.50	15.16
Finance cost	7.74	85.37
Interest income	-0.17	-0.15
Bad debts	-	393.27
Provision for doubtful debts	0.02	0.15
Gain on sale of units of Mutual Funds	-	-16.57
(Profit)/ Loss from partnership firms	-0.17	0.01
Operating profit before working capital changes	50.91	554.01
Adjustments for changes :		
Decrease / (Increase) in Trade and other receivables	31.82	-450.54
Decrease / (Increase) in Inventories	1,454.23	-1,417.23
(Decrease) / Increase in Trade and other payables	-1,132.09	1,112.51
Cash generated/ (used) in operations	404.87	-201.25
Extraordinary item	-	-
Direct taxes paid	-2.04	-36.44
Net Cash generated from/(used in) operating activities [A]	402.82	-237.68
Cash Flow from investing activities		
Purchase of fixed assets	-168.75	-10.61
Proceeds from sale of fixed assets	0.49	-
Proceeds/ Repayment of current loans	-	16.22
(Purchase) / Proceeds of non - current investments	-236.66	307.51
Gain on sale of units of Mutual Funds	-	16.57
(Profit)/ Loss from partnership firms	0.17	-0.01
Interest received	0.17	0.15
Net cash generated from/(used in) investing activities [B]	-404.60	329.83
Cash flow from financing activities		
Finance cost	-7.74	-85.37
Net cash generated from/(used in) financing activities [C]	-7.74	-85.37
Net increase/(decrease) in cash & cash equivalents [A+B+C]	-9.51	6.78
Cash & cash equivalents at the beginning of the year	30.70	23.93
Cash & cash equivalents at the end of the year	21.19	30.70

Notes :

- The above cashflow statement has been prepared under the 'indirect method' as set out in the Indian Accounting Standard - 7 "Statement of Cash Flows".
- Figures of previous year have been regrouped, wherever necessary, to make them comparable.

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For Lahoti Navneet & Co.

Chartered Accountants

FRN : 116870W

Sd/-

CA Sanjay Soni

Partner

Membership No. 114835

Place: Mumbai

Date: July 9, 2020

For P. D. Goplani & Associates

Chartered Accountants

FRN : 118023W

Sd/-

CA Sonam Langalia

Partner

Membership No. 154014

For and on behalf of the Board

Inducto Steels Limited

Sd/-

Rajeev Reniwal

Director

DIN: 00034264

Sd/-

Rupali Somani

Company Secretary

Place: Mumbai

Date: July 9, 2020

Sd/-

Sweety Reniwal

Director

DIN: 00041853

Sd/-

Dilip Kaushik

Chief Financial Officer

Standalone statement of changes in equity for the year ended on March 31, 2020

Particulars	Rs. In Lakhs
	Amount
Balance as at April 1, 2018	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2019	401.73
Balance as at April 1, 2019	401.73
Changes in Equity share capital during the year	-
Balance as at March 31, 2020	401.73

Particulars	Attributable to the equity holders of the Company			Total
	Reserve and Surplus			
	Capital Reserve Reserve	General Reserve	Retained Earnings	
Balance as at April 1, 2018	1,022.37	127.41	2,545.62	3,695.39
Profit for the year			42.69	42.69
Other Comprehensive Income (net)				
Re-measurement losses on defined benefit plans			0.34	0.34
Balance as at March 31, 2019	1,022.37	127.41	2,588.65	3,738.43
Balance as at April 1, 2019	1,022.37	127.41	2,588.65	3,738.43
Profit for the year			17.37	17.37
Other Comprehensive Income (net)				
Re-measurement losses on defined benefit plans			1.62	1.62
Balance as at March 31, 2020	1,022.37	127.41	2,607.64	3,757.42

The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

For and on behalf of the Board
Inducto Steels Limited

Sd/-
Rajeev Reniwal
Director
DIN: 00034264

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DIN: 00041853

Sd/-
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Partner
Membership No. 154014

Sd/-
Rupali Somani
Company Secretary

Sd/-
Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: July 9, 2020

Place: Mumbai
Date: July 9, 2020

Notes to the Standalone Financial Statements

Rs. In Lakhs

Note 1.1 Property Plant and Equipment															
A S S E T S	Land	Factory Shed & Building	Bore-well	Plant & Machinery	Weigh Bridge	Winch	Wire Rope	Crane	Office Equipments	Furniture & Fixtures	Vehicles	Metal Detector	Computer	Green Plot Development	Total
Gross carrying amount															
As at April 1, 2018	1.66	12.80	0.04	5.05	7.17	8.66	17.11	43.78	0.14	0.01	27.36	0.25	0.03	-	124.05
Additions	-	1.02	-	0.31	-	-	-	1.94	1.22	-	-	-	-	19.22	23.72
Disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2019	1.66	13.82	0.04	5.35	7.17	8.66	17.11	45.73	1.36	0.01	27.36	0.25	0.03	19.22	147.77
As at April 1, 2019	1.66	13.82	0.04	5.35	7.17	8.66	17.11	45.73	1.36	0.01	27.36	0.25	0.03	19.22	147.77
Additions	-	-	-	-	-	168.46	-	-	0.29	-	-	-	-	-	168.75
Disposal	-	-	-	-	-	-	-	0.49	-	-	-	-	-	-	0.49
As at March 31, 2020	1.66	13.82	0.04	5.35	7.17	177.12	17.11	45.24	1.65	0.01	27.36	0.25	0.03	19.22	317.01
Accumulated depreciation															
As at April 1, 2018	-	1.94	-	1.76	1.47	2.73	2.63	8.40	-	-	10.17	0.08	-	-	29.18
Depreciation for the year	-	0.97	-	0.89	0.73	1.37	1.32	4.38	0.16	-	5.09	0.04	-	0.22	15.16
Deduction / Adjustment /Writtent back	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2019	-	2.91	-	2.65	2.20	4.10	3.95	12.78	0.16	-	15.26	0.12	-	0.22	44.34
As at April 1, 2019	-	2.91	-	2.65	2.20	4.10	3.95	12.78	0.16	-	15.26	0.12	-	0.22	44.34
Depreciation for the year	-	1.00	-	0.80	0.49	5.92	1.32	4.51	0.26	-	5.09	0.04	-	0.61	20.04
Deduction / Adjustment /Writtent back	-	-	-	-	0.74	1.79	-	-	-	-	-	-	-	-	2.53
As at March 31, 2020	-	3.91	-	3.45	1.95	8.22	5.26	17.29	0.43	-	20.35	0.15	-	0.83	61.85
Net Carrying Amounts															
As at March 31, 2019	1.66	10.91	0.04	2.70	4.97	4.56	13.17	32.94	1.20	0.01	12.10	0.13	0.03	19.00	103.42
As at March 31, 2020	1.66	9.90	0.04	1.90	5.23	168.90	11.85	27.95	1.23	0.01	7.01	0.09	0.03	18.39	254.19

Notes :

1. Green Plot Development at Alang Ship Breaking Yard valued at Rs. 18.39 Lakhs is on a leasehold land plot.

-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	2,54,18,877
1,66,257	9,90,381	4,101	1,89,864	5,22,830	1,68,89,902	11,84,837	27,94,860	1,22,695	1,103	7,00,991	9,298	2,587	18,39,171	-	

Notes to the Standalone Financial Statements
FIXED ASSETS (SBD)

31-Mar-18

ASSETS		GROSS BLOCK				DEPRECIATION				NET BLOCK	
		AS ON 01.04.2017	ADDITION DURING THE YEAR	DEDUCTIONS	TOTAL	UPTO 31.3.2017	RATE OF DEP	DEPRECIATION FOR THE YEAR	ADJUSTMENT	TOTAL AS ON 31.03.18	AS ON 31.03.2018
PLANT & MACHINERY	1-Apr-17	7,99,232.00	0.00	0.00	7,99,232.00	5,88,089.00	9.21	73,609.00		6,61,698.00	
	1-Apr-17	2,30,000.00	0.00		2,30,000.00	24,491.00	6.33	14,559.00		39,050.00	
		10,29,232.00	0.00	0.00	10,29,232.00	6,12,580.00	9.21	88,168.00	0.00	7,00,748.00	3,28,484.00
Building & Floating Structure	1-Apr-17	4,78,690.00	0.00	0.00	4,78,690.00	1,22,506.00	2.96	14,169.00	0.00	1,36,675.00	
		4,78,690.00	0.00	0.00	4,78,690.00	1,22,506.00	2.96	14,169.00	0.00	1,36,675.00	3,42,015.00
Shed & Building	1-Apr-17	27,94,148.00	0.00	0.00	27,94,148.00	19,67,426.00	2.96	82,707.00	0.00	20,50,133.00	
		27,94,148.00	0.00	0.00	27,94,148.00	19,67,426.00	2.96	82,707.00	0.00	20,50,133.00	7,44,015.00
BOREWELL	1-Apr-17	82,026.00	0.00	0.00	82,026.00	77,925.00	0.00	0.00		77,925.00	
		82,026.00	0.00	0.00	82,026.00	77,925.00	0.00	0.00	0.00	77,925.00	4,101.00
WEIGH BRIDGE	1-Apr-17	2,09,450.00	0.00	0.00	2,09,450.00	2,33,697.00	11.87	24,862.00		2,58,559.00	
	1-Apr-17	75,000.00	0.00		75,000.00	9,509.00	6.33	4,748.00		14,257.00	
	1-Apr-17	6,15,326.00	0.00		6,15,326.00	78,007.00	6.33	38,950.00		1,16,957.00	
	1-Apr-17	75,000.00	0.00		75,000.00	9,509.00	6.33	4,748.00		14,257.00	
		9,74,776.00	0.00	0.00	9,74,776.00	3,30,722.00	11.87	73,308.00	0.00	4,04,030.00	5,70,746.00
WINCH	1-Apr-17	6,51,380.00	0.00	0.00	6,51,380.00	6,65,550.00	12.69	82,660.00		7,48,210.00	
	1-Apr-17	8,51,200.00	0.00		8,51,200.00	1,07,910.00	6.33	53,881.00		1,61,791.00	
		15,02,580.00	0.00	0.00	15,02,580.00	7,73,460.00	12.69	1,36,541.00	0.00	9,10,001.00	5,92,579.00
WIRE ROPE	1-Apr-17	7,00,203.00	0.00	0.00	7,00,203.00	2,88,634.00	6.69	46,844.00	0.00	3,35,478.00	
	1-Apr-17	13,37,807.00	0.00		13,37,807.00	1,69,598.00	6.33	84,683.00		2,54,281.00	
		20,38,010.00	0.00	0.00	20,38,010.00	4,58,232.00	6.33	1,31,527.00	0.00	5,89,759.00	14,48,251.00
CRANE	1-Apr-17	57,46,391.00	0.00	0.00	57,46,391.00	23,62,535.00	6.96	3,99,949.00	0.00	27,62,484.00	
	1-Apr-17	4,36,337.00	0.00		4,36,337.00	3,557.00	6.33	27,620.00		31,177.00	
	1-Apr-17	42,700.00	0.00		42,700.00	7.00	6.33	2,703.00		2,710.00	
	15-May-17	0.00	1,15,300.00		1,15,300.00	0.00	6.33	6,419.00		6,419.00	
		62,25,428.00	1,15,300.00	0.00	63,40,728.00	23,66,099.00	19.62	4,36,691.00	0.00	28,02,790.00	35,37,938.00
OFFICE EQUIPMENTS	1-Apr-17	2,77,857.00	0.00	0.00	2,77,857.00	2,63,964.00	0.00	0.00		2,63,964.00	
		2,77,857.00	0.00	0.00	2,77,857.00	2,63,964.00	0.00	0.00	0.00	2,63,964.00	13,893.00
FURNITURE & FIXTURES	1-Apr-17	22,045.00	0.00	0.00	22,045.00	20,942.00	9.50	0.00		20,942.00	
		22,045.00	0.00	0.00	22,045.00	20,942.00	9.50	0.00	0.00	20,942.00	1,103.00
VEHICLE	1-Apr-17	1,92,262.00	0.00	0.00	1,92,262.00	1,29,170.00	9.50	18,265.00	0.00	1,47,435.00	
		1,92,262.00	0.00	0.00	1,92,262.00	1,29,170.00	9.50	18,265.00	0.00	1,47,435.00	44,827.00
CAR	1-Apr-17	41,00,039.00	0.00	0.00	41,00,039.00	19,36,223.00	11.96	4,90,365.00		24,26,588.00	
		41,00,039.00	0.00	0.00	41,00,039.00	19,36,223.00	11.96	4,90,365.00	0.00	24,26,588.00	16,73,451.00
Metal Detector	1-Apr-17	51,111.00	0.00	0.00	51,111.00	30,210.00	7.56	3,864.00		34,074.00	
		51,111.00	0.00	0.00	51,111.00	30,210.00	7.56	3,864.00	0.00	34,074.00	17,037.00
COMPUTER	1-Apr-17	51,750.00	0.00	0.00	51,750.00	49,163.00	0.00	0.00	0.00	49,163.00	
		51,750.00	0.00	0.00	51,750.00	49,163.00	0.00	0.00	0.00	49,163.00	2,587.00
TOTAL		1,98,19,954.00	1,15,300.00	0.00	1,99,35,254.00	91,38,622.00		14,75,605.00	0.00	1,06,14,227.00	93,21,027.00

Notes to the Standalone Financial Statements

CALCULATION OF DIFFERED TAX	Opening	Closing	Difference
WDV OF DEPRECIABLE ASSETS AS PER BOOK	10847589	9487284	1360305
WDV PLOT PREMIUM	0	0	0
	10847589	9487284	1360305
WDV OF DEPRECIABLE ASSETS AS PER IT	6794644	5921522	873122
	4052945	3565762	487183
TAX OF DIFFERENTIAL VALUE OF WDV	1215884	1069729	146155
	60794	0	60794
EDUCATION CESS	38300	32092	6208
	1314978	1101821	213157
ESTIMATED DIFFERED TAX	1314978	1101821	213157
DIFFERED TAX ASSETS			
CARRY FORWARD DEPRECIATION LOSS	0	0	0
	0	0	0
	0	0	0
PROFIT/LOSS ADJUSTED AGAINST OTHER DIVISION			
TAX ON ABOVE	0	0	0
	0	0	0
	0	0	0
NET TAX LIABILITY	0	0	0

INDUCTO STEEL LIMITED								
DEPRECIATION AS PER INCOME TAX ACT								
ANNEXURE - I								
AY : 2017-18								
A S S E T S	W.D.V. AS ON 01.04.2017	ADDITION BEFORE 180 DAYS	ADDITION AFTER 180 DAYS	DEDUCTIONS	TOTAL	RATE OF DEP.	DEP. FOR THE YEAR	W.D.V. AS ON 31.03.2018
BLOCK 0%								
LAND	1,66,257.00	-	-	-	1,66,257.00	-	-	1,66,257.00
BLOCK 10%								
FACTORY SHED & BLDG	6,99,544.00	-	-	-	6,99,544.00	10.00	69,954.00	6,29,590.00
BORE WELL	13,679.00	-	-	-	13,679.00	10.00	1,368.00	12,311.00
FURNITURE	193.00	-	-	-	193.00	10.00	19.00	174.00
BLOCK 15%								
PLANT & MACHINERY	12,01,364.00	-	-	-	12,01,364.00	15.00	1,80,205.00	10,21,159.00
WIRE ROPE	11,14,024.00	-	-	-	11,14,024.00	15.00	1,67,104.00	9,46,920.00
ELECTRIFICATION	2,821.00	-	-	-	2,821.00	15.00	423.00	2,398.00
CRANE	21,52,327.00	1,15,300.00	-	-	22,67,627.00	15.00	3,40,144.00	19,27,483.00
CAR	12,57,126.00	-	-	-	12,57,126.00	15.00	1,88,569.00	10,68,557.00
SCOOTERS	62,371.00	-	-	-	62,371.00	15.00	9,356.00	53,015.00
BLOCK 25%								
PLOT PREMIUM	1,24,636.00	-	-	-	1,24,636.00	25.00	31,159.00	93,477.00
BLOCK 60%								
COMPUTER	302.00	-	-	-	302.00	40.00	121.00	181.00
TOTAL	67,94,644.00	1,15,300.00	-	-	69,09,944.00		9,88,422.00	59,21,522.00

Note 1.2	Investments Non - Current	Rs. In Lakhs	
Particulars	As at		
	March 31, 2020	March 31, 2019	
(A) Investment at Cost			
In Partnership Firms			
(i) Calvin Divine Enterprise LLP (Associate)	118.62	272.62	
(ii) Shree Balaji Associates	3,237.54	2,846.88	
(B) Investment at Fair value through profit and loss (FVTPL):			
- Investment in Shares (Quoted)			
Hariyana Ship Breakers Ltd	0.00	0.01	
10 (PY 10) shares of Rs.10/- each fully paid up			
Total	3,356.17	3,119.51	

Notes :

(a) Aggregate value of quoted investments and market value thereof	0.00	0.01
(b) Aggregate value of unquoted investments	3,356.17	3,119.50

Note 1.3	Other Non-Current Asset	Rs. In Lakhs	
Particulars	As at		
	March 31, 2020	March 31, 2019	
(Unsecured, Considered Good)			
a) Security Deposits	1.82	2.18	
b) Balance with Revenue Authorities	341.50	106.91	
c) Bank FDRs (having maturity of more than 12 months)	5.00	5.00	
Total	348.32	114.09	

Note 1.4	Inventories	Rs. In Lakhs	
Particulars	As at		
	March 31, 2020	March 31, 2019	
<i>(As verified, valued and certified by management)</i>			
a) Raw Materials			
- Uncut Ship	15.53	1,394.16	
b) Semi Finished Goods	-	75.60	
Total	15.53	1,469.76	

Notes :

Inventories of Raw Materials - Ships are stated at Cost values. Cost comprises all cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their present location and condition. Cost formulas used are First -in -First -out.

In ship recycling units, the weight of the ship purchased is accounted in terms of LDT/MT of the ship at the time of its construction. Ascertaining of weight of ship at the time of purchase is not possible due to its nature and size. There is loss of weight on account of corrosion and other factors during the usage of the ship and its voyage for long period of the years. Inventory at the close of the year is ascertained by reducing the weight of the scrap sold together with the estimated wastage of the material.

Consumable stores and spares are written off at the time of purchase itself.

Note 1.5 Current Financial Assets - Trade Receivables

Rs. In Lakhs

Particulars	As at	
	March 31, 2020	March 31, 2019
Trade Receivable - Unsecured		
Considered Good	174.73	157.74
Considered Doubtful	0.72	0.70
	175.45	158.44
Less : Allowance for doubtful debts	0.72	0.70
Total	174.73	157.74
Age analysis of trade receivables		
Outstanding for more than six months from the date they are due	164.40	147.39
Others	11.05	11.05
	175.45	158.44

Notes:**1. Summary of movement in allowance for doubtful trade receivables**

Particulars	As at March 31, 2020	As at March 31, 2019
Balance at the beginning of the year	0.70	0.55
Movement during the year	0.02	0.15
Less : Write off of bad debts	-	-
Balance at the end of the year	0.72	0.70

2. The trade receivables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

Note 1.6 Cash and Cash Equivalents

Rs. In Lakhs

Particulars	As at	
	March 31, 2020	March 31, 2019
Cash on hand (as certified by management)	13.71	14.16
Balances With Banks		
- In current accounts	7.48	16.54
Total	21.19	30.70

The details of balances as on balance sheet dates with banks are as follows:

- Indian Overseas Bank - 7983	0.29	0.29
- Punjab National Bank - 38888	0.95	0.12
- Punjab National Bank (Bhavnagar-45408)	6.25	16.12
Total	7.48	16.54

Note 1.7 Other Current Assets

Rs. In Lakhs

Particulars	As at	
	March 31, 2020	March 31, 2019
(Unsecured, considered good)		
a) Security Deposit- MVAT	0.25	0.25
b) Staff Advances	2.22	1.38
c) Balance with Revenue Authorities	12.33	279.22
d) Advance to Suppliers	0.65	17.91
e) Pre-paid Expenses	0.27	0.03
Total	15.72	298.78

Note 1.8		Equity Share Capital		Rs. In Lakhs	
Particulars	March 31, 2020		March 31, 2019		
	Number (In Lakhs)	Amount	Number (In Lakhs)	Amount	
AUTHORISED SHARE CAPITAL					
Equity Shares of Rs. 10/- each	55.00	550.00	55.00	550.00	
	55.00	550.00	55.00	550.00	
ISSUED, SUBSCRIBED & PAID UP CAPITAL					
Equity Shares of Rs. 10/- each fully paid	40.17	401.73	40.17	401.73	
Total	40.17	401.73	40.17	401.73	

Notes:

- 2417856 equity shares allotted as fully paid up bonus shares in the year 1994-95 by capitalisation of revaluation reserve of Rs.1,38,65,529, capital subsidy of Rs.21,01,687 and surplus in profit and loss accounts of Rs.82,11,344.
- 499078 equity shares allotted to the shareholders of Inducto Technocastings Private Limited and Hariyana Industrial Gases Private Limited, which were merged with the company w.e.f. 01.04.2005.

3. The reconciliation of the number of outstanding shares is set out below :

Rs. In Lakhs

Particulars	March 31, 2020		March 31, 2019	
	Number (In Lakhs)	Amount	Number (In Lakhs)	Amount
At the beginning of the year	40.17	401.73	40.17	401.73
Forfeited shares	7.41	74.12	7.41	74.12
Add: Issue of Bonus Shares during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	47.58	475.85	47.58	475.85

4. The details of shareholder holding more than 5% shares is set out below:

Sr. No.	Name of Shareholders	March 31, 2020		March 31, 2019	
		No. of Shares	% of Holding	No. of Shares	% of Holding
1	Rakesh S Reniwal	14.90	37.09%	14.83	36.93%
2	Babita S Agarwal	2.03	5.06%	2.03	5.06%
3	Rajeev S Reniwal	3.38	8.40%	3.38	8.40%
4	Sweetie R Reniwal	4.08	10.15%	4.08	10.15%

- As per records of the company, including its register of shareholders/members and other declarations received from share holders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

5 Terms/rights attached to equity shares :

- The company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in indian rupees. The dividend proposed by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting. During the year ended 31st March, 2020, the amount of per share dividend recognized as distributions to equity share holders was Rs. Nil.
- In the event of liquidation of the company, the holders of the Equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

Note 1.9		Other Equity		Rs. In Lakhs	
Particulars	Note No.	As at			
		March 31, 2020	March 31, 2019		
a) Capital Reserve Reserve	I	1,022.37	1,022.37		
b) General Reserve	II	127.41	127.41		
c) Retained Earnings	III	2,607.64	2,588.65		
	Total	3,757.42	3,738.43		

Refer Statement of Changes in Equity for additions / deletions in each reserve.

Notes :

- Capital reserve represents reserve created pursuant to the business combinations and includes forfeited shares.
- General reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payout, bonus issue, etc.
- Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to the shareholders.

Note 1.10		Non - Current Provisions		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Provision for Gratuity	0.31	2.09		
Total	0.31	2.09		

Refer to Note - 3.2 for detailed disclosure

Note 1.11		Deferred Tax Liabilities (net)		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
a) Deferred tax liabilities	12.95	8.46		
b) Deferred tax (assets)	-0.27	-0.73		
Total	12.68	7.73		

Refer Note 3.1 for details of deferred tax liabilities and assets.

Note 1.12		Current Financial Liabilities - Trade Payables		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Trade Payables	-	1,079.93		
Total	-	1,079.93		

Note: 1. Trade payables are recognized at their original invoiced amounts which represent their fair value on initial recognition. The trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

2. The management is of the opinion that none of their suppliers constitute micro, small and medium enterprises as per Micro, Small & Medium Enterprises Development Act, 2006. Hence, no separate disclosure has been made.

Note 1.13		Other Current Financial Liabilities		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Expense payable	0.64	0.44		
Total	0.64	0.44		

Note 1.14		Other Current Liabilities		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Statutory Dues	0.97	10.25		
Other Payables	3.63	5.38		
Brokerage Payable	4.65	8.30		
Advance from Customers	0.60	-		
Total	9.85	23.93		

Note 1.15		Short Term Provisions		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Provision for Employee Benefits				
i) Salary & Incentives	0.71	11.23		
ii) Contribution to Provident Funds	0.22	2.03		
iii) ESIC Payable	0.05	0.93		
Total	0.97	14.19		

Note 2.1		REVENUE FROM OPERATIONS		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
a) Sale of products				
- Manufactured	4,557.48	2,888.08		
- Traded	-	4,695.33		
Total	4,557.48	7,583.41		

Note 2.2		OTHER INCOME		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
a) Interest Income				
i. On Loans Granted	0.17	0.15		
ii. Other Interest	0.45	1.12		
b) Income from Investments	-	-		
i. Share of Profit/ (Loss) from Partnership Firm	0.17	-0.01		
ii. Short Term Capital Gain on Mutual Fund (STT not paid)	-	16.57		
c) Other Income :	-	-		
i. MTM Gain on Fair value of Mutual Fund/ Quoted Equity Shares (FVTPL)	-0.00	-0.00		
ii. Other Income	12.72	1.13		
iii. Exchange Variation	-	0.71		
iv. Rebate and Discount	168.46	-		
Total	181.96	19.66		

Note 2.3		COST OF CONSUMPTION OF RAW MATERIALS		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
Inventory at the Beginning of the Year	1,394.16	21.18		
Add: Ship Purchase for Recycling	2,968.40	3,954.72		
	4,362.56	3,975.89		
Less: Inventory at the end of the Year	15.53	1,394.16		
Cost of Consumption of Raw Materials	4,347.03	2,581.73		

Note 2.4		PURCHASE OF STOCK - IN - TRADE		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
Purchases of Traded Goods	-	4,272.44		
Total	-	4,272.44		

Note 2.5		CHANGES IN INVENTORIES		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
Inventory at the Beginning of the Year	75.60	31.35		
Less : Inventory at the End of the Year	-	75.60		
Net Change	75.60	-44.25		

Note 2.6		EMPLOYEE BENEFIT EXPENSES		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
Salaries & Wages	96.19	82.45		
Salary to Directors	-	4.20		
Bonus Expenses	6.68	5.41		
Contribution to Provident Funds	5.99	3.46		
Contribution to ESIC	3.24	3.55		
Staff Welfare Expenses	0.18	0.35		
Gratuity Expenses	0.41	0.84		
Total	112.69	100.27		

Particulars	FINANCE COSTS		Rs. In Lakhs
	For the year ended on		
	March 31, 2020	March 31, 2019	
a) Bank Charges			
Bank Commission & Charges	0.05	0.39	
b) Interest Expenses			
Others	6.76	-	
Late payment of Statutory Dues	0.70	0.15	
Late payment to Suppliers	-	82.28	
Shortfall in payment of advance Income Tax	0.22	2.54	
Total	7.74	85.37	

Particulars	OTHER EXPENSES		Rs. In Lakhs
	For the year ended on		
	March 31, 2020	March 31, 2019	
Gases & Carbide	55.46	45.06	
Consumable Expenses	5.60	9.35	
Plot Rent & Development Charges	15.18	15.23	
Repair & Maintenance	0.97	1.45	
Power & Fuel Expenses	1.96	1.42	
Pollution Control Expenses	1.24	0.82	
Other Manufacturing Expenses	2.21	2.07	
Advertisements	0.47	0.83	
Accounting Charges	0.90	1.20	
Bad Debts written off *	-	393.27	
Donation	0.28	0.13	
Excise Expenses	14.73	-	
Fees & Subscription	0.36	0.76	
Filing Fees	0.22	0.08	
Foreign Exchange Variation	17.73	-	
Insurance Expenses	0.21	0.13	
Legal & Professional Expenses	14.03	15.94	
Other Expenses	0.23	0.14	
Payment to Auditors	2.93	2.93	
Postage & Courier	0.26	0.45	
Printing & Stationery	0.80	0.86	
Rent, Rates & Taxes	0.86	1.67	
Security Charges	0.25	-	
Share Demat	0.01	0.01	
Telephone Expenses	0.74	0.44	
Travelling Expenses	7.42	9.29	
Vehicle Running & Maintenance	4.46	4.24	
Provision for Doubtful Debts	0.02	0.15	
Brokerage & Commission Expenses	4.65	8.12	
GST Expenses	0.93	-	
Total	155.10	516.02	

* The company has written off Interest receivable from six companies of Parinee Group which were offered for tax in the Financial Year-2013-14 which is no longer recoverable in the opinion of the Management. The Break up the Bad Debts is Interest Receivable on Loan (Net of TDS) Rs.393.27 Lakhs and TDS including interest U/s 234 B and 234 C (Deducted but not paid by the Parinee Group) of the Income Tax Act, 1961 of Rs.45.27 Lakhs.

Note 3.1 : Income Taxes Relating to Continuing Operations

A) Components of Income tax expense

The major component of Income Tax Expense for the year ended on March 31, 2020 and March 31, 2019 are as follows:

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Statement of Profit and Loss		
Current tax		
Current income tax	2.04	36.44
Adjustment of tax relating to earlier periods	-	-
Deferred tax		
Deferred tax expense	4.38	-2.82
	6.42	33.62
Other comprehensive income		
Deferred tax on		
Net loss/(gain) on actuarial gains and losses	-0.57	-0.12
	-0.57	-0.12
Income tax expense as per the statement of profit and loss	5.85	33.50

B) Reconciliation of effective tax

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Profit before tax	23.79	76.31
Income tax expense at tax rates applicable	6.19	21.23
<i>Adjustments for:</i>	-	-
Expenses not allowed as deduction	-4.10	15.20
Exempt Income	-0.04	0.00
Difference of Depreciation	4.49	-2.56
Provision for Gratuity and Doubtful Debts	-0.11	-0.26
Tax expense / (benefit)	6.42	33.62
Effective Tax Rate	26.99	44.05

C) Movement in deferred tax assets and liabilities

(i) For the year ended on March 31, 2019

Particulars	As at April 1, 2018	Credit/(charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive	As at March 31, 2019
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	11.02	-2.56	-	8.46
Allowance for Doubtful Debts & Retirement Benefit Plans	-0.59	-0.26	0.12	-0.73
	10.43	-2.82	0.12	7.73

(ii) For the year ended on March 31, 2020

Particulars	As at April 1, 2019	Credit/(charge) in the Statement of	Credit/(charge) in Other	As at March 31, 2020
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	8.46	4.49	-	12.95
Allowance for Doubtful Debts & Retirement Benefit Plans	-0.73	-0.11	0.57	-0.27
	7.73	4.38	0.57	12.68

D) Current tax assets and liabilities

Particulars	As at March 31, 2020	As at March 31, 2019
Current tax assets	-	-
Current tax liabilities	2.25	25.54

Note 3.2 : Employee benefits**A. Defined contribution plans:**

Eligible employees of the Company are entitled to receive benefits in respect of provident fund, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions are made to the provident fund as set up by Government.

Amount of Rs. 922993/- (FY 2018-19 : Rs. 701644/-) is recognised as expenses and included in Note 2.6 : Employee benefit expense.

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Provident fund	5.99	3.46
ESIC	3.24	3.55
	9.23	7.02

B. Defined benefit plans:

The Company has following post employment benefits which are in the nature of defined benefit plans:

(a) Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for payment to vested employees at retirement, death while in employment or on termination of employment in accordance with the scheme of the company. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation.

1. The principal assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Discount rate (per annum)	6.85%	7.70%
Expected rate of salary increase	10% for first three years and 7%	10% for first three years and 7%
Attrition rate	Up to 30 Years - 3%	Up to 30 Years - 3%
	31-44 Years - 2%	31-44 Years - 2%
	Above 44 Years - 1%	Above 44 Years - 1%
Mortality rate during employment (% of IALM 06-08)	100%	100%

2. Movements in present value of obligation and plan assets

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Opening defined benefit obligation	2.09	1.71
Current service cost	0.25	0.71
Interest cost	0.16	0.13
Actuarial (gain)/loss arising from changes in financial assumptions	0.06	0.07
Actuarial (gain)/loss arising from experience adjustments	-2.26	-0.53
Closing defined benefit obligation	0.31	2.09

3. Amounts recognised in other comprehensive income in respect of these defined benefit plans are as follows:

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Remeasurement on the net defined benefit liability comprising:		
- Actuarial (gain)/loss arising from changes in financial assumptions	0.06	0.07
- Actuarial (gain)/loss arising from experience adjustments	-2.26	-0.53
Components of defined benefit costs recognised in other comprehensive income	-2.20	-0.46

4. Sensitivity analysis of significant assumptions are as follows:

Particulars	Sensitivity level	Defined benefit obligation	
		March 31, 2020	March 31, 2019
Defined benefit obligation (Base)		0.31	2.09
Discount Rate	1% increase	0.25	1.92
	1% decrease	0.39	2.30
Salary Growth Rate	1% increase	0.39	2.30
	1% decrease	0.25	1.92
Attrition Rate	1% increase	0.30	2.08
	1% decrease	0.33	2.10
Mortality Rate	1% increase	0.31	2.09
	1% decrease	0.31	2.09

5. The followings are the expected cash flows for the defined benefit obligation (based on undiscounted value) :

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Gratuity		
Within the next 12 months (next annual reporting period)	0.00	0.03
Between 2 and 5 years	0.01	0.18
Beyond 5 years	1.82	5.29
Total expected payments	1.83	5.50

6. Weighted average duration of defined plan obligation (based on discounted cash flows)

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Weighted average duration	9 Years	9 Years

C. Other Long term employee benefit plans

Company does not have any other Long term employee benefit plans for the aforesaid period.

Note 3.3 : Earnings per Share (EPS)

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Earning per share		
- Basic	0.43	1.06
- Diluted	0.43	1.06
Face value per share	10.00	10.00
Basic & Diluted EPS		
Profit for the year attributable to equity shareholders	17.37	42.69
Weighted average number of equity shares used in the calculation of earnings per share	40,17,254	40,17,254

Note 3.4 : Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise return to stakeholders through the optimisation of the debt and equity balance.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes, within net debt, interest bearing loans and borrowings, trade and other payables, less cash and short-term deposits.

Particulars	As at	
	March 31, 2020	March 31, 2019
Interest-bearing loans and borrowings	-	-
Trade Payable	-	1,079.93
Less: cash and cash equivalent	21.19	30.70
Net debt	-21.19	1,049.23
Equity share capital	401.73	401.73
Other equity	3,757.42	3,738.43
Total capital	4,159.14	4,140.15
Capital and net debt	4,137.95	5,189.38
Gearing ratio (%)	-0.51%	20.22%

Note 3.5 : Financial risk management

In course of its business, the Company is exposed to certain financial risks that could have significant influence on the Company's business and operational/ financial performance. These include market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and monitors suitable mitigating actions taken by the management to minimise potential adverse effects and achieve greater predictability to earnings. In line with the overall risk management framework and policies, the management monitors and manages risk exposure through an analysis of degree and magnitude of risks.

Market Risk

Market risk is the risk that changes in market prices, liquidity and other factors that could have an adverse effect on realizable fair values or future cash flows to the Company. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates as future specific market changes cannot be normally predicted with reasonable accuracy.

Interest rate risk

The company has no long term or short term borrowings at the end of the year. Hence, the Company is not exposed to interest rate risk pertaining to funds borrowed at both fixed and floating interest rates.

Foreign currency risk

The Company undertakes transactions denominated in foreign currencies and thus it is exposed to exchange rate fluctuations. The Company actively manages its currency rate exposures, arising from transactions entered and denominated in foreign currencies, through a centralised treasury division and uses derivative instruments such as foreign currency forward contracts to mitigate the risks from such exposures. The company does not use derivative instruments to hedge risk exposure.

At the end of the reporting period foreign currency exposure of the company is Nil (FY 2018-19 : Nil).

Equity price risk

Equity price risk is related to the change in market reference price of the investments in quoted equity securities. The Company's investments are not exposed to equity price risks. Moreover, the securities held by company is not for trading purposes.

Credit Risk

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

Trade receivables

Customer credit risk is managed by the Company's internal policies, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on market feedback and credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in independent markets.

Trade receivables are non-interest bearing and are generally on 14 days to 90 days credit term. Credit limits are established for all customers based on internal rating criteria. The Company has no concentration of credit risk as the customer base is widely distributed both economically and geographically.

Liquidity Risk

The Company monitors its risk of shortage of funds through using a liquidity planning process that encompasses an analysis of projected cash inflow and outflow.

The Company's objective is to maintain a balance between continuity of funding and flexibility largely through cashflow generation from its operating activities and the use of bank loans. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding.

The table below summarises the maturity profile remaining contractual maturity period at the balance sheet date for its financial liabilities based on the undiscounted cash flows.

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
As at						
March 31, 2020						
Trade & other payables	-	-	-	-	-	-
Other current financial liabilities	-	0.64	-	-	-	0.64
		-	-	-	-	-
March 31, 2019						
Trade & other payables	-	1,079.93	-	-	-	1,079.93
Other current financial liabilities	-	0.44	-	-	-	0.44

Note 3.6 : Categories of Financial assets and liabilities:

Particulars	As at	
	March 31, 2020	March 31, 2019
Financial Assets		
a. Measured at cost:		
Investments		
- Partnership Firms	3,356.17	3,119.50
b. Measured at amortised cost:		
Cash & cash equivalents (including other bank balances)	21.19	30.70
Trade receivables	174.73	157.74
Loans	-	-
Others	-	-
c. Mandatorily measured at fair value through profit or loss (FVTPL) / other comprehensive income (OCI):		
Investments		
- Equity shares (Quoted)	0.00	0.01
Financial Liabilities		
a. Measured at amortised cost:		
Trade payables	-	1,079.93
Other financial liabilities	0.64	0.44

Note 3.7 : Fair value measurements:

Except for the following, the management considers that the carrying amounts of financial assets and financial liabilities recognised in the standalone financial statements approximate their fair values:

(A) Quantitative disclosures fair value measurement hierarchy for assets :

Particulars	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
As at March 31, 2019				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.00	-	-	0.00
As at March 31, 2018				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.01	-	-	0.01

(B) Quantitative disclosures fair value measurement hierarchy for liabilities :

Company does not have any financial liability which is measured either at Fair value through profit and loss account or measured at Fair value through other comprehensive income.

Note 3.8 : Segment information

The Company has presented segment information in the consolidated financial statements which are presented in this same annual report. Accordingly, in terms of Ind AS 108 'Operating segments', no disclosures relating to segments are presented in these standalone financial statements.

Note 3.9 : Related Party transactions

Related party disclosures, as required by Ind AS 24, " Related Party Disclosures", are given below.

(A) Particulars of related parties and nature of relationships**A. Companies over which Key Management Personnel and their relatives are able to exercise significant influence**

1. Shree Balaji Associates
2. Hariyana Air Products
3. Calvine Divine Enterprise
4. Hariyana Ship Breakers Limited
5. Hariyana Ship Demolition Private Limited

B. Key Management Personnel**Executive directors**

1. Rajeev Reniwal

Non Executive directors

2. Sweety Reniwal - Non Executive Director

Company Secretary

3. Arpita Doshi - Company Secretary (Resigned w.e.f. May 31, 2019)
4. Rupali Somani - Company Secretary (Appointed w.e.f. October 7, 2019)

C. Relatives of Key Management Personnel

Unnati Reniwal

(B) Related party transactions and balances

The details of material transactions and balances with related parties (including those pertaining to discontinued operations) are given below:

a) Transactions during the year	Year ended	
	March 31, 2020	March 31, 2019
1 Sales and other operating income		
<u>(i) Other operating income / Other income</u>		
<u>Share of Profit/ (Loss) from the firms</u>		
Shree Balaji Associates	0.17	-0.01
	<u>0.17</u>	<u>-0.01</u>
2 Purchases		
<u>Highseas Purchase of Ship</u>		
Rajeev Reniwal	2,870.94	-
Hariyana Ship Demolition Private Limited	-	3,252.84
	<u>2,870.94</u>	<u>3,252.84</u>
<u>Traded Goods Purchases</u>		
Hariyana Ship Demolition Private Limited	-	30.34
Hariyana Ship Breakers Limited	-	4,242.11
	<u>-</u>	<u>4,272.44</u>
<u>Oxygen Gas Purchases</u>		
Hariyana Air Products	34.39	28.58
	<u>34.39</u>	<u>28.58</u>
3 Interest paid		
Shree Balaji Associates	-	-
Hariyana Ship Demolition Private Limited	6.76	82.28
	<u>6.76</u>	<u>82.28</u>
4 Remuneration Paid		
Dilip Kaushik	7.52	-
Arpita Doshi	0.70	3.85
Sweety Reniwal	-	4.20
Rupali Somani	2.45	-
	<u>10.67</u>	<u>8.05</u>
5 Foreign Exchange Variations (on purchase of Ship)		
Rajeev Reniwal	17.73	-
	<u>17.73</u>	<u>-</u>
6 Loan Taken		
Rajeev Reniwal	3.00	-
Hariyana Ship Demolition Private Limited	740.00	-
	<u>743.00</u>	<u>-</u>
7 Loan Repaid		
Rajeev Reniwal	3.00	-
Hariyana Ship Demolition Private Limited	740.00	-
	<u>743.00</u>	<u>-</u>
8 Investment in Partnership Firms		
<u>Capital Introduced</u>		
Shree Balaji Associates - Current Capital	507.50	2,587.00
	<u>507.50</u>	<u>2,587.00</u>
<u>Capital Withdrawan</u>		
Calvin Divine Enterprise	117.00	2,894.50
Shree Balaji Associates - Current Capital	117.00	2,894.50
	<u>271.00</u>	<u>2,894.50</u>

b) Balances at the end of the year	As at	
	March 31, 2020	March 31, 2019
Trade Payables		
Haryana Ship Demolition Private Limited	-	1,079.93
	-	1,079.93
Investments in partnership firms		
Shree Balaji Associates - Fixed Capital	0.25	0.25
Shree Balaji Associates - Current Capital	3,237.29	2,846.63
Calvin Divine Enterprise - Fixed Capital	0.10	0.10
Calvin Divine Enterprise - Current Capital	118.52	272.52
	3,356.17	3,119.50

Note 3.10 : Basis of consolidation

1. The Consolidated Financial Statements relate to Inducto Steel Limited (the Parent Company) and its associates (the Parent Company and its associates together constitute "the Group").

2. Principles of consolidation

a. The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standard 110 (IND AS 110) "Consolidated Financial Statements", Indian Accounting Standard 28 (IND AS 28) "Investments in Associates and Joint Ventures" prescribed under Section 133 of the Companies Act, 2013.

b. The following associates have been considered in the preparation of Consolidated Financial Statements of the Group in accordance with Indian Accounting Standard (IND AS) 28 "Investments in Associates (as per Equity Method) :

Sr. No.	Name of the Associates	Country of Incorporation	% of ownership interest	
			March 31, 2020	March 31, 2019
1	Calvin Divine Enterprise LLP	India	20.00%	20.00%

3. Additional Information, as required under Schedule III to the Companies Act, 2013 entities consolidated as associates

(Rs. in Lakhs)

Sr. No.	Name of the Entity	Net Assets		Share of Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		As % Consolidated Net Assets	Amount	As % Consolidated Profit or (Loss)	Amount	As % Consolidated Profit or (Loss)	Amount	As % Consolidated Profit or (Loss)	Amount
Parent Company									
1	Inducto Steel Limited	97.15	4,040.52	100.00	17.37	100.00	1.62	78.92	18.99
Indian Associates (Investment as per the									
2	Calvin Divine Enterprise LLP	2.85	118.62	0.00	-	0.00	-	0.00	-
	Sub Total	100.00	4,159.14	100.00	17.37	100.00	1.62	78.92	18.99
Add/ (Less): Effect of intercompany adjustments/ eliminations		0.00	-	0.00	-	0.00	-	0.00	-
	Total	100.00	4,159.14	100.00	17.37	100.00	1.62	78.92	18.99

Notes:

Net Assets and Share of Profit or Loss for Parent Company and Associates are as per the Standalone/ Consolidated Financial Statements of the respective entities .

Note 3.11 : Contingent Liabilities

Particulars	As at	
	March 31, 2020	March 31, 2019
<i>To the extent not acknowledged as debts :</i>		
a. Disputed demand under :		
- Income tax	287.86	71.97
- Gujarat Maritime Board	183.65	-
- Customs & Excise	55.67	55.67

Notes:

- These have been disputed by the Company on account of issues of applicability and classification.
- The company does not anticipate any liability except above on account of pending income tax and sales tax assessments.

Note 3.12 : Other Information (including foreign currency transactions)

Particulars	Year ended	
	March 31, 2020	March 31, 2019
1. Information regarding Imports (CIF)		
a) Raw materials and components	2,870.94	569.94
	2,870.94	569.94
2. Auditors' remuneration		
Included under Other Expenses		
i) For financial audit	1.53	1.53
ii) For taxation matters	0.25	0.25
iii) For other services - review of	1.15	1.15
	2.93	2.93

Note 3.13 : Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

The management is of the opinion that none of their suppliers constitute micro, small and medium enterprises as per Micro, Small & Medium Enterprises Development Act, 2006. Hence, no separate disclosure has been made.

Note 3.14 : Other Notes

- The figures for the previous year have been reclassified/ regrouped wherever necessary for better understanding and comparability.
- The Balance of Sundry Creditors, Sundry Debtors, Loans & Advances are unsecured, considered goods and subject to confirmation.

As per our report of even date

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

For and on behalf of the Board
Inducto Steels Limited

CA Sanjay Soni
Partner
Membership No. 114835

CA Sonam Langalia
Partner
Membership No. 154014

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Rupali Somani
Company Secretary
Place: Mumbai
Date: July 9, 2020

Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: July 9, 2020

Consolidated Balance Sheet as at March 31, 2020

Rs. In Lakhs

Particulars	Note No.	As at	
		March 31, 2020	March 31, 2019
ASSETS			
I. Non-current assets			
Property, plant and equipment	1.1	254.19	103.42
Non-current financial assets			
Investment - Non Current	1.2	3,356.17	3,119.51
Other non-current assets	1.3	348.32	114.09
		3,958.68	3,337.02
II. Current assets			
Inventories	1.4	15.53	1,469.76
Current financial assets			
Trade receivables	1.5	174.73	157.74
Cash and cash equivalents	1.6	21.19	30.70
Other current assets	1.7	15.72	298.78
		227.17	1,956.98
Total Assets		4,185.85	5,293.99
EQUITY AND LIABILITIES			
Equity			
Equity share capital	1.8	401.73	401.73
Other equity	1.9	3,757.42	3,738.43
		4,159.14	4,140.15
Liabilities			
I. Non-current liabilities			
Non - current provisions	1.10	0.31	2.09
Deferred tax liabilities (net)	1.11	12.68	7.73
		12.99	9.82
II. Current liabilities			
Current financial liabilities			
Trade payables	1.12	-	1,079.93
Other current financial liabilities	1.13	0.64	0.44
Other current liabilities	1.14	9.85	23.93
Short-term provisions	1.15	0.97	14.19
Current tax liabilities	3.1	2.25	25.54
		13.71	1,144.02
Total Equity and Liabilities		4,185.85	5,293.99
		0.00	0.00

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

For and on behalf of the Board
Inducto Steels Limited

Sd/-
Rajeev Reniwal
Director
DIN: 00034264

Sd/-
Sweety Reniwal
Director
DIN: 00041853

Sd/-
CA Sanjay Soni
Partner
Membership No. 114835

Sd/-
CA Sonam Langalia
Partner
Membership No. 154014

Sd/-
Rupali Somani
Company Secretary

Sd/-
Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: July 9, 2020

Place: Mumbai
Date: July 9, 2020

Consolidated Statement of Profit and Loss for the year ended March 31, 2020

Rs. In Lakhs

Particulars	Note No.	Year ended	
		March 31, 2020	March 31, 2019
Income			
Revenue from operations	2.1	4,557.48	7,583.41
Other income	2.2	181.96	19.66
Total Income		4,739.44	7,603.07
Expenses			
Cost of raw materials consumed	2.3	4,347.03	2,581.73
Purchase of Stock - in - Trade	2.4	-	4,272.44
Changes in the inventories of Finished Goods, Stock In Trade and Work - In Progress	2.5	75.60	-44.25
Employee benefits expense	2.6	112.69	100.27
Finance costs	2.7	7.74	85.37
Depreciation and amortisation expense	1.1	17.50	15.16
Other Expenses	2.8	155.10	516.02
Total expenses		4,715.65	7,526.76
Profit before tax		23.79	76.31
Tax expenses			
Current tax		2.04	36.44
Deferred tax		4.38	-2.82
		6.42	33.62
Profit for the year		17.37	42.69
Other comprehensive income			
(i) Items that will not be reclassified to Profit or Loss			
- Remeasurement of Defined Benefit Plans		2.20	0.46
(ii) Income tax relating to items that will not be reclassified to Profit or Loss	24	-0.57	-0.12
Total other comprehensive income		1.62	0.34
Total comprehensive income for the year		18.99	43.03
Earning per equity share [face value Rs.10/- each]			
Basic		0.43	1.06
Diluted		0.43	1.06
<i>(Refer Note 3.3)</i>			

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

For and on behalf of the Board
Inducto Steels Limited

Sd/-
CA Sanjay Soni
Partner
Membership No. 114835

Sd/-
CA Sonam Langalia
Partner
Membership No. 154014

Sd/-
Rajeev Reniwal
Director
DIN: 00034264

Sd/-
Sweety Reniwal
Director
DIN: 00041853

Sd/-
Rupali Somani
Company Secretary

Sd/-
Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: July 9, 2020

Place: Mumbai
Date: July 9, 2020

Consolidated statement of Cash flow for the year ended on March 31, 2020

Rs. In Lakhs

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Cash flow from operating activities		
Profit before tax	25.99	76.77
Adjustment for :		
Depreciation and amortisation expense	17.50	15.16
Finance cost	7.74	85.37
Interest income	-0.17	-0.15
Bad debts	-	393.27
Provision for doubtful debts	0.02	0.15
Gain on sale of units of Mutual Funds	-	-16.57
(Profit)/ Loss from partnership firms	-0.17	0.01
Operating profit before working capital changes	50.91	554.01
Adjustments for changes :		
Decrease / (Increase) in Trade and other receivables	31.82	-450.54
Decrease / (Increase) in Inventories	1,454.23	-1,417.23
(Decrease) / Increase in Trade and other payables	-1,132.09	1,112.51
Cash generated/ (used) in operations	404.87	-201.25
Extraordinary item	-	-
Direct taxes paid	-2.04	-36.44
Net Cash generated from/(used in) operating activities [A]	402.82	-237.68
Cash Flow from investing activities		
Purchase of fixed assets	-168.75	-10.61
Proceeds from sale of fixed assets	0.49	-
Proceeds/ Repayment of current loans	-	16.22
(Purchase) / Proceeds of non - current investments	-236.66	307.51
Gain on sale of units of Mutual Funds	-	16.57
(Profit)/ Loss from partnership firms	0.17	-0.01
Interest received	0.17	0.15
Net cash generated from/(used in) investing activities [B]	-404.60	329.83
Cash flow from financing activities		
Finance cost	-7.74	-85.37
Net cash generated from/(used in) financing activities [C]	-7.74	-85.37
Net increase/(decrease) in cash & cash equivalents [A+B+C]	-9.51	6.78
Cash & cash equivalents at the beginning of the year	30.70	23.93
Cash & cash equivalents at the end of the year	21.19	30.70

Notes :

- The above cashflow statement has been prepared under the 'indirect method' as set out in the Indian Accounting Standard - 7 "Statement of Cash Flows".
- Figures of previous year have been regrouped, wherever necessary, to make them comparable.

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date

For Lahoti Navneet & Co.

Chartered Accountants

FRN : 116870W

Sd/-

CA Sanjay Soni

Partner

Membership No. 114835

Place: Mumbai

Date: July 9, 2020

For P. D. Goplani & Associates

Chartered Accountants

FRN : 118023W

Sd/-

CA Sonam Langalia

Partner

Membership No. 154014

For and on behalf of the Board

Inducto Steels Limited

Sd/-

Rajeev Reniwal

Director

DIN: 00034264

Sd/-

Rupali Somani

Company Secretary

Place: Mumbai

Date: July 9, 2020

Sd/-

Sweety Reniwal

Director

DIN: 00041853

Sd/-

Dilip Kaushik

Chief Financial Officer

Consolidated statement of changes in equity for the year ended on March 31, 2020

A. Equity share capital		Rs. In Lakhs
Particulars	Amount	
Balance as at April 1, 2018	401.73	
Changes in Equity share capital during the year	-	
Balance as at March 31, 2019	401.73	
Balance as at April 1, 2019	401.73	
Changes in Equity share capital during the year	-	
Balance as at March 31, 2020	401.73	

B. Other equity		Rs. In Lakhs		
Particulars	Attributable to the equity holders of the Company			Total
	Reserve and Surplus			
	Capital Reserve Reserve	General Reserve	Retained Earnings	
Balance as at April 1, 2018	1,022.37	127.41	2,545.62	3,695.39
Profit for the year			42.69	42.69
Other Comprehensive Income (net)				
Re-measurement losses on defined benefit plans			0.34	0.34
Balance as at March 31, 2019	1,022.37	127.41	2,588.65	3,738.43
Balance as at April 1, 2019	1,022.37	127.41	2,588.65	3,738.43
Profit for the year			17.37	17.37
Other Comprehensive Income (net)				
Re-measurement losses on defined benefit plans			1.62	1.62
Balance as at March 31, 2020	1,022.37	127.41	2,607.64	3,757.42

The accompanying notes are an integral part of the Consolidated financial statements

As per our report of even date

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

For and on behalf of the Board
Inducto Steels Limited

Sd/-
Rajeev Reniwal
Director
DIN: 00034264

Sd/-
Sweety Reniwal
Director
DIN: 00041853

Sd/-
CA Sanjay Soni
Partner
Membership No. 114835
UDIN :

Sd/-
CA Sonam Langalia
Partner
Membership No. 154014
UDIN : 20154014AAAABT5692

Sd/-
Rupali Somani
Company Secretary

Sd/-
Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: July 9, 2020

Place: Mumbai
Date: July 9, 2020

Notes to the Standalone Financial Statements

Rs. In Lakhs

Note 1.1 Property Plant and Equipment															
A S S E T S	Land	Factory Shed & Building	Bore-well	Plant & Machinery	Weigh Bridge	Winch	Wire Rope	Crane	Office Equipments	Furniture & Fixtures	Vehicles	Metal Detector	Computer	Green Plot Development	Total
Gross carrying amount															
As at April 1, 2018	1.66	12.80	0.04	5.05	7.17	8.66	17.11	43.78	0.14	0.01	27.36	0.25	0.03	-	124.05
Additions	-	1.02	-	0.31	-	-	-	1.94	1.22	-	-	-	-	19.22	23.72
Disposal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2019	1.66	13.82	0.04	5.35	7.17	8.66	17.11	45.73	1.36	0.01	27.36	0.25	0.03	19.22	147.77
As at April 1, 2019	1.66	13.82	0.04	5.35	7.17	8.66	17.11	45.73	1.36	0.01	27.36	0.25	0.03	19.22	147.77
Additions	-	-	-	-	-	168.46	-	-	0.29	-	-	-	-	-	168.75
Disposal	-	-	-	-	-	-	-	0.49	-	-	-	-	-	-	0.49
As at March 31, 2020	1.66	13.82	0.04	5.35	7.17	177.12	17.11	45.24	1.65	0.01	27.36	0.25	0.03	19.22	317.01
Accumulated depreciation															
As at April 1, 2018	-	1.94	-	1.76	1.47	2.73	2.63	8.40	-	-	10.17	0.08	-	-	29.18
Depreciation for the year	-	0.97	-	0.89	0.73	1.37	1.32	4.38	0.16	-	5.09	0.04	-	0.22	15.16
Deduction / Adjustment /Writtent back	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2019	-	2.91	-	2.65	2.20	4.10	3.95	12.78	0.16	-	15.26	0.12	-	0.22	44.34
As at April 1, 2019	-	2.91	-	2.65	2.20	4.10	3.95	12.78	0.16	-	15.26	0.12	-	0.22	44.34
Depreciation for the year	-	1.00	-	0.80	0.49	5.92	1.32	4.51	0.26	-	5.09	0.04	-	0.61	20.04
Deduction / Adjustment /Writtent back	-	-	-	-	0.74	1.79	-	-	-	-	-	-	-	-	2.53
As at March 31, 2020	-	3.91	-	3.45	1.95	8.22	5.26	17.29	0.43	-	20.35	0.15	-	0.83	61.85
Net Carrying Amounts															
As at March 31, 2019	1.66	10.91	0.04	2.70	4.97	4.56	13.17	32.94	1.20	0.01	12.10	0.13	0.03	19.00	103.42
As at March 31, 2020	1.66	9.90	0.04	1.90	5.23	168.90	11.85	27.95	1.23	0.01	7.01	0.09	0.03	18.39	254.19

Notes :

1. Green Plot Development at Alang Ship Breaking Yard valued at Rs. 18.39 Lakhs is on a leasehold land plot.

-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	2,54,18,877
1,66,257	9,90,381	4,101	1,89,864	5,22,830	1,68,89,902	11,84,837	27,94,860	1,22,695	1,103	7,00,991	9,298	2,587	18,39,171	-	

Notes to the Standalone Financial Statements
FIXED ASSETS (SBD)

31-Mar-18

ASSETS		GROSS BLOCK				DEPRECIATION				NET BLOCK	
		AS ON 01.04.2017	ADDITION DURING THE YEAR	DEDUCTIONS	TOTAL	UPTO 31.3.2017	RATE OF DEP	DEPRECIATION FOR THE YEAR	ADJUSTMENT	TOTAL AS ON 31.03.18	AS ON 31.03.2018
PLANT & MACHINERY	1-Apr-17	7,99,232.00	0.00	0.00	7,99,232.00	5,88,089.00	9.21	73,609.00		6,61,698.00	
	1-Apr-17	2,30,000.00	0.00		2,30,000.00	24,491.00	6.33	14,559.00		39,050.00	
		10,29,232.00	0.00	0.00	10,29,232.00	6,12,580.00	9.21	88,168.00	0.00	7,00,748.00	3,28,484.00
Building & Floating Structure	1-Apr-17	4,78,690.00	0.00	0.00	4,78,690.00	1,22,506.00	2.96	14,169.00	0.00	1,36,675.00	
		4,78,690.00	0.00	0.00	4,78,690.00	1,22,506.00	2.96	14,169.00	0.00	1,36,675.00	3,42,015.00
Shed & Building	1-Apr-17	27,94,148.00	0.00	0.00	27,94,148.00	19,67,426.00	2.96	82,707.00	0.00	20,50,133.00	
		27,94,148.00	0.00	0.00	27,94,148.00	19,67,426.00	2.96	82,707.00	0.00	20,50,133.00	7,44,015.00
BOREWELL	1-Apr-17	82,026.00	0.00	0.00	82,026.00	77,925.00	0.00	0.00		77,925.00	
		82,026.00	0.00	0.00	82,026.00	77,925.00	0.00	0.00	0.00	77,925.00	4,101.00
WEIGH BRIDGE	1-Apr-17	2,09,450.00	0.00	0.00	2,09,450.00	2,33,697.00	11.87	24,862.00		2,58,559.00	
	1-Apr-17	75,000.00	0.00		75,000.00	9,509.00	6.33	4,748.00		14,257.00	
	1-Apr-17	6,15,326.00	0.00		6,15,326.00	78,007.00	6.33	38,950.00		1,16,957.00	
	1-Apr-17	75,000.00	0.00		75,000.00	9,509.00	6.33	4,748.00		14,257.00	
		9,74,776.00	0.00	0.00	9,74,776.00	3,30,722.00	11.87	73,308.00	0.00	4,04,030.00	5,70,746.00
WINCH	1-Apr-17	6,51,380.00	0.00	0.00	6,51,380.00	6,65,550.00	12.69	82,660.00		7,48,210.00	
	1-Apr-17	8,51,200.00	0.00		8,51,200.00	1,07,910.00	6.33	53,881.00		1,61,791.00	
		15,02,580.00	0.00	0.00	15,02,580.00	7,73,460.00	12.69	1,36,541.00	0.00	9,10,001.00	5,92,579.00
WIRE ROPE	1-Apr-17	7,00,203.00	0.00	0.00	7,00,203.00	2,88,634.00	6.69	46,844.00	0.00	3,35,478.00	
	1-Apr-17	13,37,807.00	0.00		13,37,807.00	1,69,598.00	6.33	84,683.00		2,54,281.00	
		20,38,010.00	0.00	0.00	20,38,010.00	4,58,232.00	6.33	1,31,527.00	0.00	5,89,759.00	14,48,251.00
CRANE	1-Apr-17	57,46,391.00	0.00	0.00	57,46,391.00	23,62,535.00	6.96	3,99,949.00	0.00	27,62,484.00	
	1-Apr-17	4,36,337.00	0.00		4,36,337.00	3,557.00	6.33	27,620.00		31,177.00	
	1-Apr-17	42,700.00	0.00		42,700.00	7.00	6.33	2,703.00		2,710.00	
	15-May-17	0.00	1,15,300.00		1,15,300.00	0.00	6.33	6,419.00		6,419.00	
		62,25,428.00	1,15,300.00	0.00	63,40,728.00	23,66,099.00	19.62	4,36,691.00	0.00	28,02,790.00	35,37,938.00
OFFICE EQUIPMENTS	1-Apr-17	2,77,857.00	0.00	0.00	2,77,857.00	2,63,964.00	0.00	0.00		2,63,964.00	
		2,77,857.00	0.00	0.00	2,77,857.00	2,63,964.00	0.00	0.00	0.00	2,63,964.00	13,893.00
FURNITURE & FIXTURES	1-Apr-17	22,045.00	0.00	0.00	22,045.00	20,942.00	9.50	0.00		20,942.00	
		22,045.00	0.00	0.00	22,045.00	20,942.00	9.50	0.00	0.00	20,942.00	1,103.00
VEHICLE	1-Apr-17	1,92,262.00	0.00	0.00	1,92,262.00	1,29,170.00	9.50	18,265.00	0.00	1,47,435.00	
		1,92,262.00	0.00	0.00	1,92,262.00	1,29,170.00	9.50	18,265.00	0.00	1,47,435.00	44,827.00
CAR	1-Apr-17	41,00,039.00	0.00	0.00	41,00,039.00	19,36,223.00	11.96	4,90,365.00		24,26,588.00	
		41,00,039.00	0.00	0.00	41,00,039.00	19,36,223.00	11.96	4,90,365.00	0.00	24,26,588.00	16,73,451.00
Metal Detector	1-Apr-17	51,111.00	0.00	0.00	51,111.00	30,210.00	7.56	3,864.00		34,074.00	
		51,111.00	0.00	0.00	51,111.00	30,210.00	7.56	3,864.00	0.00	34,074.00	17,037.00
COMPUTER	1-Apr-17	51,750.00	0.00	0.00	51,750.00	49,163.00	0.00	0.00	0.00	49,163.00	
		51,750.00	0.00	0.00	51,750.00	49,163.00	0.00	0.00	0.00	49,163.00	2,587.00
TOTAL		1,98,19,954.00	1,15,300.00	0.00	1,99,35,254.00	91,38,622.00		14,75,605.00	0.00	1,06,14,227.00	93,21,027.00

Notes to the Standalone Financial Statements

CALCULATION OF DIFFERED TAX	Opening	Closing	Difference
WDV OF DEPRECIABLE ASSETS AS PER BOOK	10847589	9487284	1360305
WDV PLOT PREMIUM	0	0	0
	10847589	9487284	1360305
WDV OF DEPRECIABLE ASSETS AS PER IT	6794644	5921522	873122
	4052945	3565762	487183
TAX OF DIFFERENTIAL VALUE OF WDV	1215884	1069729	146155
	60794	0	60794
EDUCATION CESS	38300	32092	6208
	1314978	1101821	213157
ESTIMATED DIFFERED TAX	1314978	1101821	213157
DIFFERED TAX ASSETS			
CARRY FORWARD DEPRECIATION LOSS	0	0	0
	0	0	0
	0	0	0
PROFIT/LOSS ADJUSTED AGAINST OTHER DIVISION			
TAX ON ABOVE	0	0	0
	0	0	0
	0	0	0
NET TAX LIABILITY	0	0	0

INDUCTO STEEL LIMITED								
DEPRECIATION AS PER INCOME TAX ACT								
ANNEXURE - I								
AY : 2017-18								
A S S E T S	W.D.V. AS ON 01.04.2017	ADDITION BEFORE 180 DAYS	ADDITION AFTER 180 DAYS	DEDUCTIONS	TOTAL	RATE OF DEP.	DEP. FOR THE YEAR	W.D.V. AS ON 31.03.2018
BLOCK 0%								
LAND	1,66,257.00	-	-	-	1,66,257.00	-	-	1,66,257.00
BLOCK 10%								
FACTORY SHED & BLDG	6,99,544.00	-	-	-	6,99,544.00	10.00	69,954.00	6,29,590.00
BORE WELL	13,679.00	-	-	-	13,679.00	10.00	1,368.00	12,311.00
FURNITURE	193.00	-	-	-	193.00	10.00	19.00	174.00
BLOCK 15%								
PLANT & MACHINERY	12,01,364.00	-	-	-	12,01,364.00	15.00	1,80,205.00	10,21,159.00
WIRE ROPE	11,14,024.00	-	-	-	11,14,024.00	15.00	1,67,104.00	9,46,920.00
ELECTRIFICATION	2,821.00	-	-	-	2,821.00	15.00	423.00	2,398.00
CRANE	21,52,327.00	1,15,300.00	-	-	22,67,627.00	15.00	3,40,144.00	19,27,483.00
CAR	12,57,126.00	-	-	-	12,57,126.00	15.00	1,88,569.00	10,68,557.00
SCOOTERS	62,371.00	-	-	-	62,371.00	15.00	9,356.00	53,015.00
BLOCK 25%								
PLOT PREMIUM	1,24,636.00	-	-	-	1,24,636.00	25.00	31,159.00	93,477.00
BLOCK 60%								
COMPUTER	302.00	-	-	-	302.00	40.00	121.00	181.00
T O T A L	67,94,644.00	1,15,300.00	-	-	69,09,944.00		9,88,422.00	59,21,522.00

Note 1.2	Investments Non - Current	Rs. In Lakhs	
Particulars	As at		
	March 31, 2020	March 31, 2019	
(A) Investment at Cost			
In Partnership Firms			
(i) Calvin Divine Enterprise LLP (Associate)	118.62	272.62	
(ii) Shree Balaji Associates	3,237.54	2,846.88	
(B) Investment at Fair value through profit and loss (FVTPL):			
- Investment in Shares (Quoted)			
Hariyana Ship Breakers Ltd	0.00	0.01	
10 (PY 10) shares of Rs.10/- each fully paid up			
Total	3,356.17	3,119.51	

Notes :

(a) Aggregate value of quoted investments and market value thereof	0.00	0.01
(b) Aggregate value of unquoted investments	3,356.17	3,119.50

Note 1.3	Other Non-Current Asset	Rs. In Lakhs	
Particulars	As at		
	March 31, 2020	March 31, 2019	
(Unsecured, Considered Good)			
a) Security Deposits	1.82	2.18	
b) Balance with Revenue Authorities	341.50	106.91	
c) Bank FDRs (having maturity of more than 12 months)	5.00	5.00	
Total	348.32	114.09	

Note 1.4	Inventories	Rs. In Lakhs	
Particulars	As at		
	March 31, 2020	March 31, 2019	
<i>(As verified, valued and certified by management)</i>			
a) Raw Materials			
- Uncut Ship	15.53	1,394.16	
b) Semi Finished Goods	-	75.60	
Total	15.53	1,469.76	

Notes :

Inventories of Raw Materials - Ships are stated at Cost values. Cost comprises all cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their present location and condition. Cost formulas used are First -in -First -out.

In ship recycling units, the weight of the ship purchased is accounted in terms of LDT/MT of the ship at the time of its construction. Ascertaining of weight of ship at the time of purchase is not possible due to its nature and size. There is loss of weight on account of corrosion and other factors during the usage of the ship and its voyage for long period of the years. Inventory at the close of the year is ascertained by reducing the weight of the scrap sold together with the estimated wastage of the material.

Consumable stores and spares are written off at the time of purchase itself.

Note 1.5 Current Financial Assets - Trade Receivables

Rs. In Lakhs

Particulars	As at	
	March 31, 2020	March 31, 2019
Trade Receivable - Unsecured		
Considered Good	174.73	157.74
Considered Doubtful	0.72	0.70
	175.45	158.44
Less : Allowance for doubtful debts	0.72	0.70
Total	174.73	157.74
Age analysis of trade receivables		
Outstanding for more than six months from the date they are due	164.40	147.39
Others	11.05	11.05
	175.45	158.44

Notes:**1. Summary of movement in allowance for doubtful trade receivables**

Particulars	As at March 31, 2020	As at March 31, 2019
Balance at the beginning of the year	0.70	0.55
Movement during the year	0.02	0.15
Less : Write off of bad debts	-	-
Balance at the end of the year	0.72	0.70

2. The trade receivables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

Note 1.6 Cash and Cash Equivalents

Rs. In Lakhs

Particulars	As at	
	March 31, 2020	March 31, 2019
Cash on hand (as certified by management)	13.71	14.16
Balances With Banks		
- In current accounts	7.48	16.54
Total	21.19	30.70

The details of balances as on balance sheet dates with banks are as follows:

- Indian Overseas Bank - 7983	0.29	0.29
- Punjab National Bank - 38888	0.95	0.12
- Punjab National Bank (Bhavnagar-45408)	6.25	16.12
Total	7.48	16.54

Note 1.7 Other Current Assets

Rs. In Lakhs

Particulars	As at	
	March 31, 2020	March 31, 2019
(Unsecured, considered good)		
a) Security Deposit- MVAT	0.25	0.25
b) Staff Advances	2.22	1.38
c) Balance with Revenue Authorities	12.33	279.22
d) Advance to Suppliers	0.65	17.91
e) Pre-paid Expenses	0.27	0.03
Total	15.72	298.78

Note 1.8		Equity Share Capital		Rs. In Lakhs	
Particulars	March 31, 2020		March 31, 2019		
	Number (In Lakhs)	Amount	Number (In Lakhs)	Amount	
AUTHORISED SHARE CAPITAL					
Equity Shares of Rs. 10/- each	55.00	550.00	55.00	550.00	
	55.00	550.00	55.00	550.00	
ISSUED, SUBSCRIBED & PAID UP CAPITAL					
Equity Shares of Rs. 10/- each fully paid	40.17	401.73	40.17	401.73	
Total	40.17	401.73	40.17	401.73	

Notes:

- 2417856 equity shares allotted as fully paid up bonus shares in the year 1994-95 by capitalisation of revaluation reserve of Rs.1,38,65,529, capital subsidy of Rs.21,01,687 and surplus in profit and loss accounts of Rs.82,11,344.
- 499078 equity shares allotted to the shareholders of Inducto Technocastings Private Limited and Hariyana Industrial Gases Private Limited, which were merged with the company w.e.f. 01.04.2005.
- The reconciliation of the number of outstanding shares is set out below :**

Particulars	March 31, 2020		March 31, 2019		
	Number (In Lakhs)	Amount	Number (In Lakhs)	Amount	
At the beginning of the year	40.17	401.73	40.17	401.73	
Forfeited shares	7.41	74.12	7.41	74.12	
Add: Issue of Bonus Shares during the year	-	-	-	-	
Less: Shares bought back during the year	-	-	-	-	
Shares outstanding at the end of the year	47.58	475.85	47.58	475.85	

4. The details of shareholder holding more than 5% shares is set out below:

Sr. No.	Name of Shareholders	March 31, 2020		March 31, 2019	
		No. of Shares	% of Holding	No. of Shares	% of Holding
1	Rakesh S Reniwal	14.90	37.09%	14.83	36.93%
2	Babita S Agarwal	2.03	5.06%	2.03	5.06%
3	Rajeev S Reniwal	3.38	8.40%	3.38	8.40%
4	Sweetie R Reniwal	4.08	10.15%	4.08	10.15%

- As per records of the company, including its register of shareholders/members and other declarations received from share holders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

5 Terms/rights attached to equity shares :

- The company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in indian rupees. The dividend proposed by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting. During the year ended 31st March, 2020, the amount of per share dividend recognized as distributions to equity share holders was Rs. Nil.
- In the event of liquidation of the company, the holders of the Equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

Note 1.9		Other Equity		Rs. In Lakhs	
Particulars	Note No.	As at			
		March 31, 2020	March 31, 2019		
a) Capital Reserve Reserve	I	1,022.37	1,022.37		
b) General Reserve	II	127.41	127.41		
c) Retained Earnings	III	2,607.64	2,588.65		
Total		3,757.42	3,738.43		

Refer Statement of Changes in Equity for additions / deletions in each reserve.

Notes :

- Capital reserve represents reserve created pursuant to the business combinations and includes forfeited shares.
- General reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payout, bonus issue, etc.
- Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to the shareholders.

Note 1.10		Non - Current Provisions		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Provision for Gratuity	0.31	2.09		
Total	0.31	2.09		

Refer to Note - 3.2 for detailed disclosure

Note 1.11		Deferred Tax Liabilities (net)		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
a) Deferred tax liabilities	12.95	8.46		
b) Deferred tax (assets)	-0.27	-0.73		
Total	12.68	7.73		

Refer Note 3.1 for details of deferred tax liabilities and assets.

Note 1.12		Current Financial Liabilities - Trade Payables		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Trade Payables	-	1,079.93		
Total	-	1,079.93		

Note: 1. Trade payables are recognized at their original invoiced amounts which represent their fair value on initial recognition. The trade payables are considered to be of short duration and are not discounted and the carrying values are assumed to approximate their fair values.

2. The management is of the opinion that none of their suppliers constitute micro, small and medium enterprises as per Micro, Small & Medium Enterprises Development Act, 2006. Hence, no separate disclosure has been made.

Note 1.13		Other Current Financial Liabilities		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Expense payable	0.64	0.44		
Total	0.64	0.44		

Note 1.14		Other Current Liabilities		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Statutory Dues	0.97	10.25		
Other Payables	3.63	5.38		
Brokerage Payable	4.65	8.30		
Advance from Customers	0.60	-		
Total	9.85	23.93		

Note 1.15		Short Term Provisions		Rs. In Lakhs
Particulars	As at			
	March 31, 2020	March 31, 2019		
Provision for Employee Benefits				
i) Salary & Incentives	0.71	11.23		
ii) Contribution to Provident Funds	0.22	2.03		
iii) ESIC Payable	0.05	0.93		
Total	0.97	14.19		

Note 2.1		REVENUE FROM OPERATIONS		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
a) Sale of products				
- Manufactured	4,557.48	2,888.08		
- Traded	-	4,695.33		
Total	4,557.48	7,583.41		

Note 2.2		OTHER INCOME		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
a) Interest Income				
i. On Loans Granted	0.17	0.15		
ii. Other Interest	0.45	1.12		
b) Income from Investments	-	-		
i. Share of Profit/ (Loss) from Partnership Firm	0.17	-0.01		
ii. Short Term Capital Gain on Mutual Fund (STT not paid)	-	16.57		
c) Other Income :	-	-		
i. MTM Gain on Fair value of Mutual Fund/ Quoted Equity Shares (FVTPL)	-0.00	-0.00		
ii. Other Income	12.72	1.13		
iii. Exchange Variation	-	0.71		
iv. Rebate and Discount	168.46	-		
Total	181.96	19.66		

Note 2.3		COST OF CONSUMPTION OF RAW MATERIALS		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
Inventory at the Beginning of the Year	1,394.16	21.18		
Add: Ship Purchase for Recycling	2,968.40	3,954.72		
	4,362.56	3,975.89		
Less: Inventory at the end of the Year	15.53	1,394.16		
Cost of Consumption of Raw Materials	4,347.03	2,581.73		

Note 2.4		PURCHASE OF STOCK - IN - TRADE		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
Purchases of Traded Goods	-	4,272.44		
Total	-	4,272.44		

Note 2.5		CHANGES IN INVENTORIES		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
Inventory at the Beginning of the Year	75.60	31.35		
Less : Inventory at the End of the Year	-	75.60		
Net Change	75.60	-44.25		

Note 2.6		EMPLOYEE BENEFIT EXPENSES		Rs. In Lakhs
Particulars	For the year ended on			
	March 31, 2020	March 31, 2019		
Salaries & Wages	96.19	82.45		
Salary to Directors	-	4.20		
Bonus Expenses	6.68	5.41		
Contribution to Provident Funds	5.99	3.46		
Contribution to ESIC	3.24	3.55		
Staff Welfare Expenses	0.18	0.35		
Gratuity Expenses	0.41	0.84		
Total	112.69	100.27		

Particulars	For the year ended on	
	March 31, 2020	March 31, 2019
a) Bank Charges		
Bank Commission & Charges	0.05	0.39
b) Interest Expenses		
Others	6.76	-
Late payment of Statutory Dues	0.70	0.15
Late payment to Suppliers	-	82.28
Shortfall in payment of advance Income Tax	0.22	2.54
Total	7.74	85.37

Particulars	For the year ended on	
	March 31, 2020	March 31, 2019
Gases & Carbide	55.46	45.06
Consumable Expenses	5.60	9.35
Plot Rent & Development Charges	15.18	15.23
Repair & Maintenance	0.97	1.45
Power & Fuel Expenses	1.96	1.42
Pollution Control Expenses	1.24	0.82
Other Manufacturing Expenses	2.21	2.07
Advertisements	0.47	0.83
Accounting Charges	0.90	1.20
Bad Debts written off *	-	393.27
Donation	0.28	0.13
Excise Expenses	14.73	-
Fees & Subscription	0.36	0.76
Filing Fees	0.22	0.08
Foreign Exchange Variation	17.73	-
Insurance Expenses	0.21	0.13
Legal & Professional Expenses	14.03	15.94
Other Expenses	0.23	0.14
Payment to Auditors	2.93	2.93
Postage & Courier	0.26	0.45
Printing & Stationery	0.80	0.86
Rent, Rates & Taxes	0.86	1.67
Security Charges	0.25	-
Share Demat	0.01	0.01
Telephone Expenses	0.74	0.44
Travelling Expenses	7.42	9.29
Vehicle Running & Maintenance	4.46	4.24
Provision for Doubtful Debts	0.02	0.15
Brokerage & Commission Expenses	4.65	8.12
GST Expenses	0.93	-
Total	155.10	516.02

* The company has written off Interest receivable from six companies of Parinee Group which were offered for tax in the Financial Year-2013-14 which is no longer recoverable in the opinion of the Management. The Break up the Bad Debts is Interest Receivable on Loan (Net of TDS) Rs.393.27 Lakhs and TDS including interest U/s 234 B and 234 C (Deducted but not paid by the Parinee Group) of the Income Tax Act, 1961 of Rs.45.27 Lakhs.

Note 3.1 : Income Taxes Relating to Continuing Operations

A) Components of Income tax expense

The major component of Income Tax Expense for the year ended on March 31, 2020 and March 31, 2019 are as follows:

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Statement of Profit and Loss		
Current tax		
Current income tax	2.04	36.44
Adjustment of tax relating to earlier periods	-	-
Deferred tax		
Deferred tax expense	4.38	-2.82
	6.42	33.62
Other comprehensive income		
Deferred tax on		
Net loss/(gain) on actuarial gains and losses	-0.57	-0.12
	-0.57	-0.12
Income tax expense as per the statement of profit and loss	5.85	33.50

B) Reconciliation of effective tax

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Profit before tax	23.79	76.31
Income tax expense at tax rates applicable	6.19	21.23
<i>Adjustments for:</i>	-	-
Expenses not allowed as deduction	-4.10	15.20
Exempt Income	-0.04	0.00
Difference of Depreciation	4.49	-2.56
Provision for Gratuity and Doubtful Debts	-0.11	-0.26
Tax expense / (benefit)	6.42	33.62
Effective Tax Rate	26.99	44.05

C) Movement in deferred tax assets and liabilities

(i) For the year ended on March 31, 2019

Particulars	As at April 1, 2018	Credit/(charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive	As at March 31, 2019
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	11.02	-2.56	-	8.46
Allowance for Doubtful Debts & Retirement Benefit Plans	-0.59	-0.26	0.12	-0.73
	10.43	-2.82	0.12	7.73

(ii) For the year ended on March 31, 2020

Particulars	As at April 1, 2019	Credit/(charge) in the Statement of	Credit/(charge) in Other	As at March 31, 2020
Deferred Tax Liabilities/ (Assets)				
Property, Plant and Equipment	8.46	4.49	-	12.95
Allowance for Doubtful Debts & Retirement Benefit Plans	-0.73	-0.11	0.57	-0.27
	7.73	4.38	0.57	12.68

D) Current tax assets and liabilities

Particulars	As at March 31, 2020	As at March 31, 2019
Current tax assets	-	-
Current tax liabilities	2.25	25.54

Note 3.2 : Employee benefits**A. Defined contribution plans:**

Eligible employees of the Company are entitled to receive benefits in respect of provident fund, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions are made to the provident fund as set up by Government.

Amount of Rs. 922993/- (FY 2018-19 : Rs. 701644/-) is recognised as expenses and included in Note 2.6 : Employee benefit expense.

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Provident fund	5.99	3.46
ESIC	3.24	3.55
	9.23	7.02

B. Defined benefit plans:

The Company has following post employment benefits which are in the nature of defined benefit plans:

(a) Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for payment to vested employees at retirement, death while in employment or on termination of employment in accordance with the scheme of the company. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation.

1. The principal assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Discount rate (per annum)	6.85%	7.70%
Expected rate of salary increase	10% for first three years and 7%	10% for first three years and 7%
Attrition rate	Up to 30 Years - 3%	Up to 30 Years - 3%
	31-44 Years - 2%	31-44 Years - 2%
	Above 44 Years - 1%	Above 44 Years - 1%
Mortality rate during employment (% of IALM 06-08)	100%	100%

2. Movements in present value of obligation and plan assets

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Opening defined benefit obligation	2.09	1.71
Current service cost	0.25	0.71
Interest cost	0.16	0.13
Actuarial (gain)/loss arising from changes in financial assumptions	0.06	0.07
Actuarial (gain)/loss arising from experience adjustments	-2.26	-0.53
Closing defined benefit obligation	0.31	2.09

3. Amounts recognised in other comprehensive income in respect of these defined benefit plans are as follows:

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Remeasurement on the net defined benefit liability comprising:		
- Actuarial (gain)/loss arising from changes in financial assumptions	0.06	0.07
- Actuarial (gain)/loss arising from experience adjustments	-2.26	-0.53
Components of defined benefit costs recognised in other comprehensive income	-2.20	-0.46

4. Sensitivity analysis of significant assumptions are as follows:

Particulars	Sensitivity level	Defined benefit obligation	
		March 31, 2020	March 31, 2019
Defined benefit obligation (Base)		0.31	2.09
Discount Rate	1% increase	0.25	1.92
	1% decrease	0.39	2.30
Salary Growth Rate	1% increase	0.39	2.30
	1% decrease	0.25	1.92
Attrition Rate	1% increase	0.30	2.08
	1% decrease	0.33	2.10
Mortality Rate	1% increase	0.31	2.09
	1% decrease	0.31	2.09

5. The followings are the expected cash flows for the defined benefit obligation (based on undiscounted value) :

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Gratuity		
Within the next 12 months (next annual reporting period)	0.00	0.03
Between 2 and 5 years	0.01	0.18
Beyond 5 years	1.82	5.29
Total expected payments	1.83	5.50

6. Weighted average duration of defined plan obligation (based on discounted cash flows)

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Weighted average duration	9 Years	9 Years

C. Other Long term employee benefit plans

Company does not have any other Long term employee benefit plans for the aforesaid period.

Note 3.3 : Earnings per Share (EPS)

Particulars	Year ended	
	March 31, 2020	March 31, 2019
Earning per share		
- Basic	0.43	1.06
- Diluted	0.43	1.06
Face value per share	10.00	10.00
Basic & Diluted EPS		
Profit for the year attributable to equity shareholders	17.37	42.69
Weighted average number of equity shares used in the calculation of earnings per share	40,17,254	40,17,254

Note 3.4 : Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise return to stakeholders through the optimisation of the debt and equity balance.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes, within net debt, interest bearing loans and borrowings, trade and other payables, less cash and short-term deposits.

Particulars	As at	
	March 31, 2020	March 31, 2019
Interest-bearing loans and borrowings	-	-
Trade Payable	-	1,079.93
Less: cash and cash equivalent	21.19	30.70
Net debt	-21.19	1,049.23
Equity share capital	401.73	401.73
Other equity	3,757.42	3,738.43
Total capital	4,159.14	4,140.15
Capital and net debt	4,137.95	5,189.38
Gearing ratio (%)	-0.51%	20.22%

Note 3.5 : Financial risk management

In course of its business, the Company is exposed to certain financial risks that could have significant influence on the Company's business and operational/ financial performance. These include market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and monitors suitable mitigating actions taken by the management to minimise potential adverse effects and achieve greater predictability to earnings. In line with the overall risk management framework and policies, the management monitors and manages risk exposure through an analysis of degree and magnitude of risks.

Market Risk

Market risk is the risk that changes in market prices, liquidity and other factors that could have an adverse effect on realizable fair values or future cash flows to the Company. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates as future specific market changes cannot be normally predicted with reasonable accuracy.

Interest rate risk

The company has no long term or short term borrowings at the end of the year. Hence, the Company is not exposed to interest rate risk pertaining to funds borrowed at both fixed and floating interest rates.

Foreign currency risk

The Company undertakes transactions denominated in foreign currencies and thus it is exposed to exchange rate fluctuations. The Company actively manages its currency rate exposures, arising from transactions entered and denominated in foreign currencies, through a centralised treasury division and uses derivative instruments such as foreign currency forward contracts to mitigate the risks from such exposures. The company does not use derivative instruments to hedge risk exposure.

At the end of the reporting period foreign currency exposure of the company is Nil (FY 2018-19 : Nil).

Equity price risk

Equity price risk is related to the change in market reference price of the investments in quoted equity securities. The Company's investments are not exposed to equity price risks. Moreover, the securities held by company is not for trading purposes.

Credit Risk

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

Trade receivables

Customer credit risk is managed by the Company's internal policies, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on market feedback and credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in independent markets.

Trade receivables are non-interest bearing and are generally on 14 days to 90 days credit term. Credit limits are established for all customers based on internal rating criteria. The Company has no concentration of credit risk as the customer base is widely distributed both economically and geographically.

Liquidity Risk

The Company monitors its risk of shortage of funds through using a liquidity planning process that encompasses an analysis of projected cash inflow and outflow.

The Company's objective is to maintain a balance between continuity of funding and flexibility largely through cashflow generation from its operating activities and the use of bank loans. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding.

The table below summarises the maturity profile remaining contractual maturity period at the balance sheet date for its financial liabilities based on the undiscounted cash flows.

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
As at						
March 31, 2020						
Trade & other payables	-	-	-	-	-	-
Other current financial liabilities	-	0.64	-	-	-	0.64
		-	-	-	-	-
March 31, 2019						
Trade & other payables	-	1,079.93	-	-	-	1,079.93
Other current financial liabilities	-	0.44	-	-	-	0.44

Note 3.6 : Categories of Financial assets and liabilities:

Particulars	As at	
	March 31, 2020	March 31, 2019
Financial Assets		
a. Measured at cost:		
Investments		
- Partnership Firms	3,356.17	3,119.50
b. Measured at amortised cost:		
Cash & cash equivalents (including other bank balances)	21.19	30.70
Trade receivables	174.73	157.74
Loans	-	-
Others	-	-
c. Mandatorily measured at fair value through profit or loss (FVTPL) / other comprehensive income (OCI):		
Investments		
- Equity shares (Quoted)	0.00	0.01
Financial Liabilities		
a. Measured at amortised cost:		
Trade payables	-	1,079.93
Other financial liabilities	0.64	0.44

Note 3.7 : Fair value measurements:

Except for the following, the management considers that the carrying amounts of financial assets and financial liabilities recognised in the Consolidated financial statements approximate their fair values:

(A) Quantitative disclosures fair value measurement hierarchy for assets :

Particulars	Fair value measurement using			Total
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
As at March 31, 2019				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.00	-	-	0.00
As at March 31, 2018				
Assets measured at fair value				
<i>FVTPL investments</i>				
Equity shares-Quoted	0.01	-	-	0.01

(B) Quantitative disclosures fair value measurement hierarchy for liabilities :

Company does not have any financial liability which is measured either at Fair value through profit and loss account or measured at Fair value through other comprehensive income.

Note 3.8 : Related Party transactions

Related party disclosures, as required by Ind AS 24, " Related Party Disclosures", are given below.

(A) Particulars of related parties and nature of relationships**A. Companies over which Key Management Personnel and their relatives are able to exercise significant influence**

1. Shree Balaji Associates
2. Hariyana Air Products
3. Calvine Divine Enterprise
4. Hariyana Ship Breakers Limited
5. Hariyana Ship Demolition Private Limited

B. Associate

1. Calvine Divine Enterprise LLP

C. Key Management Personnel**Executive directors**

1. Rajeev Reniwal

Non Executive directors

2. Sweety Reniwal - Non Executive Director

Company Secretary

3. Arpita Doshi - Company Secretary (Resigned w.e.f. May 31, 2019)
4. Rupali Somani - Company Secretary (Appointed w.e.f. October 7, 2019)

D. Relatives of Key Management Personnel

Unnati Reniwal

(B) Related party transactions and balances

The details of material transactions and balances with related parties (including those pertaining to discontinued operations) are given below:

	Year ended	
	March 31, 2020	March 31, 2019
a) Transactions during the year		
1 Sales and other operating income		
<u>(i) Other operating income / Other income</u>		
<u>Share of Profit/(Loss) from the firms</u>		
Shree Balaji Associates	0.17	-0.01
	0.17	-0.01
2 Purchases		
<u>Highseas Purchase of Ship</u>		
Rajeev Reniwal	2,870.94	-
Hariyana Ship Demolition Private Limited	-	3,252.84
	2,870.94	3,252.84
<u>Traded Goods Purchases</u>		
Hariyana Ship Demolition Private Limited	-	30.34
Hariyana Ship Breakers Limited	-	4,242.11
	-	4,272.44
<u>Oxygen Gas Purchases</u>		
Hariyana Air Products	34.39	28.58
	34.39	28.58
3 Interest paid		
Shree Balaji Associates		-
Hariyana Ship Demolition Private Limited	6.76	82.28
	6.76	82.28
4 Remuneration Paid		
Dilip Kaushik	7.52	-
Arpita Doshi	0.70	3.85
Sweety Reniwal	-	4.20
Rupali Somani	2.45	-
	10.67	8.05
5 Foreign Exchange Variations (on purchase of Ship)		
Rajeev Reniwal	17.73	-
	17.73	-
6 Loan Taken		
Rajeev Reniwal	3.00	-
Hariyana Ship Demolition Private Limited	740.00	-
	743.00	-
7 Loan Repaid		
Rajeev Reniwal	3.00	-
Hariyana Ship Demolition Private Limited	740.00	-
	743.00	-
8 Investment in Partnership Firms		
<u>Capital Introduced</u>		
Shree Balaji Associates - Current Capital	507.50	2,587.00
	507.50	2,587.00

Capital Withdrawan

Shree Balaji Associates - Current Capital	117.00	2,894.50
	<u>117.00</u>	<u>2,894.50</u>

b) Balances at the end of the year

	As at	
	March 31, 2020	March 31, 2019

Trade Payables

Haryana Ship Demolition Private Limited	-	1,079.93
	<u>-</u>	<u>1,079.93</u>

Investments in partnership firms

Shree Balaji Associates - Fixed Capital	0.25	0.25
Shree Balaji Associates - Current Capital	3,237.29	2,846.63
	<u>3,237.54</u>	<u>2,846.88</u>

Note 3.9 : Segment information

The Group's business segments are identified based on the geographic locations of its units and the internal business reporting system as per Ind AS 108. Business segments of the company are primarily categorized as: *Mumbai and Bhavnagar*.

(Rs. in Lakhs)			
Particulars	Mumbai	Bhavnagar	Total
i. Segment Revenue			
Gross Revenue	-	4,557.48	4,557.48
	-	7,583.41	7,583.41
Less: Intersegmental revenue	-	-	-
	-	-	-
Revenue from operations	-	4,557.48	4,557.48
	-	7,583.41	7,583.41
Other Income (after inter segment eliminations)			181.96
			19.66
ii. Segment Results			
Total Segment Profit before Interest and Tax	39.99	(8.46)	31.53
	(370.11)	531.79	161.68
Interest Expenses			7.74
			85.37
Share of profit / (loss) of associates			-
			-
Profit before Tax			23.79
			76.31
Taxes			6.42
			33.62
Profit after Tax (including share of profit / (loss) of associates)			17.37
			42.69
iii. Segment Assets			
	3,467.10	718.75	4,185.85
	3,173.41	2,120.58	5,293.99
Investment in Equity Accounted Associates (included in above segment assets)			118.62
			272.62
iv. Segment Liabilities			
	15.57	11.14	26.71
	33.71	1,120.14	1,153.84

(* Figures in italics are in respect of the previous year)

Notes:

- Revenue from external sources includes income from sale of manufactured goods.
- Carrying amount of segment assets comprises of non-current assets and current assets identified to respective segments.
- The figures of segment results include inter segment interest income/ expense.

Operating Revenue

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
- From Outside India	-	-
- From India	4,557.48	7,583.41

Productwise Revenue

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
- Waste & Scrap of Iron and Steel	4,557.48	7,583.41

Note 3.10 : Basis of consolidation

1. The Consolidated Financial Statements relate to Inducto Steel Limited (the Parent Company) and its associates (the Parent Company and its associates together constitute "the Group").

2. Principles of consolidation

a. The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standard 110 (IND AS 110) "Consolidated Financial Statements", Indian Accounting Standard 28 (IND AS 28) "Investments in Associates and Joint Ventures" prescribed under Section 133 of the Companies Act, 2013.

b. The following associates have been considered in the preparation of Consolidated Financial Statements of the Group in accordance with Indian Accounting Standard (IND AS) 28 "Investments in Associates (as per Equity Method) :

Sr. No.	Name of the Associates	Country of Incorporation	% of ownership interest	
			March 31, 2020	March 31, 2019
1	Calvin Divine Enterprise LLP	India	20.00%	20.00%

3. Additional Information, as required under Schedule III to the Companies Act, 2013 entities consolidated as associates

(Rs. in Lakhs)

Sr. No.	Name of the Entity	Net Assets		Share of Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		As % Consolidated Net Assets	Amount	As % Consolidated Profit or (Loss)	Amount	As % Consolidated Profit or (Loss)	Amount	As % Consolidated Profit or (Loss)	Amount
Parent Company									
1	Inducto Steel Limited	97.15	4,040.52	100.00	17.37	100.00	1.62	78.92	18.99
Indian Associates (Investment as per the									
2	Calvin Divine Enterprise LLP	2.85	118.62	0.00	-	0.00	-	0.00	-
	Sub Total	100.00	4,159.14	100.00	17.37	100.00	1.62	78.92	18.99
Add/ (Less): Effect of intercompany adjustments/ eliminations		0.00	-	0.00	-	0.00	-	0.00	-
	Total	100.00	4,159.14	100.00	17.37	100.00	1.62	78.92	18.99

Notes:

Net Assets and Share of Profit or Loss for Parent Company and Associates are as per the Standalone/ Consolidated Financial Statements of the respective entities .

Note 3.11 : Contingent Liabilities

Particulars	As at	
	March 31, 2020	March 31, 2019
<i>To the extent not acknowledged as debts :</i>		
a. Disputed demand under :		
- Income tax	287.86	71.97
- Gujarat Maritime Board	183.65	-
- Customs & Excise	55.67	55.67

Notes:

- These have been disputed by the Company on account of issues of applicability and classification.
- The company does not anticipate any liability except above on account of pending income tax and sales tax assessments.

Note 3.12 : Other Information (including foreign currency transactions)

Particulars	Year ended	
	March 31, 2020	March 31, 2019
1. Information regarding Imports (CIF)		
a) Raw materials and components	2,870.94	569.94
	2,870.94	569.94
2. Auditors' remuneration		
Included under Other Expenses		
i) For financial audit	1.53	1.53
ii) For taxation matters	0.25	0.25
iii) For other services - review of	1.15	1.15
	2.93	2.93

Note 3.13 : Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

The management is of the opinion that none of their suppliers constitute micro, small and medium enterprises as per Micro, Small & Medium Enterprises Development Act, 2006. Hence, no separate disclosure has been made.

Note 3.14 : Other Notes

- The figures for the previous year have been reclassified/ regrouped wherever necessary for better understanding and comparability.
- The Balance of Sundry Creditors, Sundry Debtors, Loans & Advances are unsecured, considered goods and subject to confirmation.

As per our report of even date

For Lahoti Navneet & Co.
Chartered Accountants
FRN : 116870W

For P. D. Goplani & Associates
Chartered Accountants
FRN : 118023W

For and on behalf of the Board
Inducto Steels Limited

CA Sanjay Soni
Partner
Membership No. 114835

CA Sonam Langalia
Partner
Membership No. 154014

Rajeev Reniwal
Director
DIN: 00034264

Sweety Reniwal
Director
DIN: 00041853

Rupali Somani
Company Secretary
Place: Mumbai
Date: July 9, 2020

Dilip Kaushik
Chief Financial Officer

Place: Mumbai
Date: July 9, 2020