

PRADYUMNA STEELS LIMITED

CIN: L27109DL1972PLC319974

Regd. Office: Flat No. 702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi -110001
Phone: +91 11 23310001-05, Fax: +91 11 23313707, E-mail: hcsIndl@yahoo.co.in, Website: www.psteelltd.com

Date: 25th August, 2021

To
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata- 700001, West Bengal

Sub: Annual Report for the financial year 2020-21.

Ref: Disclosure under Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

Dear Sir/Madam,

Pursuant to Regulation 30, 42, 44 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Forty-eighth Annual General Meeting of the Company will be held on Friday, 24th September, 2021 at 1:00 P.M. at the registered office of the company. Notice of AGM along with Annual Report 2020-21 is being sent to the shareholders through permitted mode today i.e. 25th August, 2021.

As required under the Listing Regulations, we hereby enclose the Annual Report of the company for the financial year 2020-21 for your information and records.


We would like to inform you that the said Annual Report is also uploaded on the website of the company viz. www.psteelltd.com.

Kindly take the above on record.

Thanking You,

Yours Faithfully,

For Pradyumna Steels Limited


Neeraj Jain
Authorised Signatory



Encl: As above

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NOTICE

Notice is hereby given that the Forty-Eighth Annual General Meeting of the Members of Pradyumna Steels Limited will be held on Friday, 24th September, 2021 at 1:00 P.M at the registered office of the company at Flat No. 702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi - 110001 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements (standalone & consolidated) of the Company for the financial year ended 31st March, 2021, together with the Report of the Board of Directors and Auditors thereon.
2. To appoint Mr. Raghavendra Anant Mody (DIN: 03158072), who retires by rotation and being eligible, offers himself for re-appointment as Director.

Special Business:

3. Appointment of Mr. Murari Lal Birmiwala as Director.

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

“Resolved that pursuant to section 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Murari Lal Birmiwala (DIN: 00642510), who was appointed as an Additional Director of the Company with effect from 10th November, 2020 and who holds office till the date of ensuing Annual General Meeting and in respect of whom company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.”

4. Appointment of Mr. Rameshwer Lal Vyas as Manager.

To consider and if thought fit, to pass with or without modification, the following Resolution as a **Special Resolution**:

“Resolved that pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to approval of Central Government and all other applicable regulatory approvals, consent and permissions, if any required, approval of the members be and is hereby accorded to appoint Mr. Rameshwer Lal Vyas (PAN: AGNPV4911G) as Manager of the Company for a term of three years with effect from 5th October, 2021 on the total remuneration Rs. 1,200/- per annum with liberty to the Board of Directors (herein after referred to as the “Board” which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deemed fit without referring the matter to the General Body in accordance with the Schedule V as amended/modified including any guidelines or notification or rules on managerial remuneration issued by the Central Government from time to time and as may be acceptable to Mr. Rameshwer Lal Vyas subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification or re-enactment thereof.

Resolved further that the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit.”

By order of the Board of Directors


Suman Lata Saraswat

Director

DIN: 06932165

Place: New Delhi

Date: 30th June, 2021

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER.
3. THE INSTRUMENT APPOINTING THE PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS SENT HEREWITH. PROXIES SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/AUTHORITY, AS APPLICABLE. MEMBERS/PROXIES SHOULD FILL THE ATTENDANCE SLIP FOR ATTENDING THE MEETING.
4. During the period beginning 24 hours before the time fixed for the commencement of the Annual General Meeting and till the conclusion of the meeting, a member would be entitled to inspect the proxies lodged during the business hours of the company, provided that not less than three days of notice in writing is given to the company.
5. Members / proxies / authorised representatives should bring the duly filled attendance slip enclosed herewith to attend the meeting.
6. Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

8. The Register of Members and the Share Transfer books of the Company will remain closed from Saturday, 18th September, 2021 to Friday, 24th September, 2021 (both days inclusive) for the Meeting.
9. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Company, for consolidation into a single folio.
10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Meeting.
11. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Meeting.
12. Members requiring any information/clarification on Annual Report / having any complaints are requested to address their queries at the Company's Registered Office at Flat No. 702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001 or e-mail the queries to hcsIndl@yahoo.co.in. Queries on Annual Report may be sent to the company at least seven days before the date of the meeting so that requisite information is made available at the meeting.
13. All the documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days, except Saturday, during business hours up to the date of the Meeting.
14. The required details as per the Secretarial Standards ("SS-2") and Regulations 36(3) and 26(4) of the Listing Regulations is provided at **Annexure A** to this notice.
15. The instructions and other information relating to E-voting are as under:
 - i. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (LODR) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is pleased to provide its members facility to exercise their right to vote on resolution proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the

AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).

- II. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the notice calling the EGM /AGM has been uploaded on the website of the company at hcsIndl@yahoo.co.in. The Notice can also be assessed from the Website of NSDL i.e www.evoting.nsdl.com.
- III. The facility for voting through polling paper shall also be made available at the meeting and the members attending the meeting who have not casted their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- IV. The members who have casted their vote by remote e-voting prior to the AGM may also attend the meeting but shall not be entitled to cast their vote again.
- V. The remote e-voting period commences on Tuesday, 21st September, 2021 (9.00 a.m) and ends on Thursday, 23rd September, 2021 (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 of 17th September, 2021, 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 casted by the member, the member shall not be allowed to change it subsequently. The voting rights of the shareholders shall be in proportion to their shares in the paid up equity share capital of the company as on the cut off date.
- VI. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)] :
 - i. Open email and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file “remote e-voting.pdf”.
 - ii. Launch internet browser by typing the following URL:
<https://www.evoting.nsdl.com/>
 - iii. Click on Shareholder – Login

- iv. Put your user ID and password (the initial password mentioned in the e-mail sent by NSDL to shareholders whose email addresses are registered with the company/depository participant(s) or mentioned in the postal ballot form) and verification code as displayed. Click Login.
 - v. Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - vi. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - vii. Select "EVEN" of "Pradyumna Steels Limited".
 - viii. Now you are ready for remote e-voting as Cast Vote page opens.
 - ix. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - x. Upon confirmation, the message "Vote cast successfully" will be displayed.
 - xi. Once you have voted on the resolution, you will not be allowed to modify your vote.
 - xii. 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer through e-mail to mhkgupta18@gmail.com with a copy marked to evoting@nsdl.co.in and hcsIndl@yahoo.co.in.
 - xiii. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code for seamless voting experience.
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participant(s) or requesting physical copy] :
- i. Initial password is provided as below/at the bottom of the Attendance Slip for the AGM :

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD
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ii. Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

VII In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

VII If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Shareholders who forgot the User Details/Password can use “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com.

In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No + Folio No).

IX. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

X. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 17th September, 2021.

XI. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 17th September, 2021, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting through ballot paper.

A person who is not a member as on the cut-off date should treat this notice for information purpose.

- XIII. Ms. Mehak Gupta, Practicing Company Secretary (ACS No. 38897, C.P No. 15013) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the meeting at the end of discussion on the resolution on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "remote e-voting" or "Ballot Paper" or "Polling Paper" for all those members who are present at the AGM but have not casted their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes casted at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes casted in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared along with the report of the Scrutinizer shall be placed on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Calcutta Stock Exchange Limited.

By order of the Board of Directors


Suman Lata Saraswat

Director

DIN: 06932165

Place: New Delhi

Date: 30th June, 2021

Explanatory Statement
(Pursuant to Section 102 of the Companies Act, 201

Item No. 3

The Board of Directors, on the recommendation of Nomination and Remuneration Committee and after considering his suitability appointed Mr. Murari Lal Birmiwala (DIN: 00642510) as an Additional Director with effect from 10th November, 2020 who holds office till the date of ensuing Annual General Meeting of the company.

Mr. Murari Lal Birmiwala aged 71 years, a commerce graduate from Rajasthan University, Fellow Member of the Institute of Company Secretaries of India (ICSI) and Fellow Member of the Institute of Chartered Accountants of India (ICAI) with over 48 years of extensive experience in all functions relating to Corporate Affairs, Finance, Legal, Banking, Compliances, Listing, Investor Grievances and Commercial and other Laws

Requisite Notice under Section 160 of the Companies Act, 2013 ("Act") proposing the appointment of Mr. Murari Lal Birmiwala has been received by the Company and consent has been filed by Mr. Murari Lal Birmiwala pursuant to Section 152 of the Companies Act, 2013

The Board at the meeting held on 30th June, 2020 recommended for the approval of the Members, the appointment of Mr. Murari Lal Birmiwala as a Non-Executive Director of the Company, liable to retire by rotation as set out in the resolution relating to his appointment.

A copy of draft letter of appointment of Mr. Murari Lal Birmiwala setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company on all working days except Saturday during business hours from 11.00 a.m. to 1.00 p.m.

Mr. Murari Lal Birmiwala is interested in the resolution set out at Item No. 3 of the notice with regard to his appointment. Relatives of Mr. Murari Lal Birmiwala may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

This statement may also be regarded as an appropriate disclosure under the Companies Act, 2013 and SEBI Listing Regulations, 2015. The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

The required details as per the Secretarial Standards ("SS-2") and Regulations 36(3) and 26(4) of the Listing Regulations is provided at **Annexure - A** to this notice.

Item No. 4

On the recommendation of Nomination and Remuneration Committee and Audit Committee, the Board of Directors, in their meeting held on 10th November, 2020 appointed Mr. Rameshwar Lal Vyas as Manager under the Companies Act, 2013 with effect from 10th November, 2020 on the total remuneration of Rs. 1,200/- per annum for a period of 3 (three) years subject to the approval of the members, Central Government and other regulatory approval(s) if any.

Mr. Rameshwar Lal Vyas aged 51 years with over 28 years of extensive experience in all functions relating to Marketing and Administration etc.

A copy of the draft letter proposed to be issued by the Company to Mr. Rameshwar Lal Vyas is open for inspection at the Registered Office of the Company on all working days except Saturday during business hours from 11.00 A.M. to 1.00 P.M.

Mr. Rameshwar Lal Vyas satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under Section 196(3) of the Companies Act, 2013 for being eligible for his appointment.

The Board of Directors recommends the resolution for approval of Shareholders by way of a Special Resolution.

Mr. Rameshwar Lal Vyas is interested in the resolution set out at Item No. 4 of the Notice. The relatives of Mr. Rameshwar Lal Vyas may be deemed to be interested in the said resolution of the Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

By order of the Board of Directors


Suman Lata Saraswat

Director

DIN: 06932165

Place: New Delhi

Date: 30th June, 2021

Name of the Director	Mr. Raghavendra Anant Mody	Mr. Murari Lal Birmiwala
Director Identification Number	03158072	00642510
Original date of Appointment	23.07.2010	10.11.2020
Qualification	Bachelor degree in Commerce	Bachelor degree in commerce, Fellow Member of the Institute of Company Secretaries of India (ICSI) and Fellow Member of the Institute of Chartered Accountants of India (ICAI).
Experience including Expertise in specific functional areas / Brief Resume	Mr. Raghavendra Anant Mody is a next generation leader & entrepreneur bringing fresh vision. Mr. Raghavendra Anant Mody believes and contributes in building an organisation with strong human capital having a startup culture through communication, openness & transparency. Mr. Raghavendra Anant Mody emphasises on the responsibility to stakeholders well being & strictly adhering to the core values & value system in the company. Mr. Raghavendra Anant Mody leads change by building strong systems	Over 48 years of extensive experience in all functions relating to Corporate Affairs, Finance, Legal, Banking, Compliances, Listing, Investor Grievances and Commercial and other Laws.

	<p>& processes. Mr. Raghavendra Anant Mody passionate about research & education, thorough understanding of core finance & risk and an interest in marketing - the third generation of the promoters family through strategic management is bound to grow us at company in a stable way.</p>	
Terms and Conditions of Appointment / Re-appointment	Liable to retire by rotation	Approval of Members is sought for his appointment as Director of the company as per item no. 3. For more details, please refer Explanatory Statement.
Remuneration sought to be paid	Sitting fee	Sitting fee
Relationship with other Directors and Key Managerial Personnel	Not Applicable	Not Applicable
Directorship in other Companies	<ul style="list-style-type: none"> • Hindusthan Urban Infrastructure Limited • Hindusthan Consultancy and Services Limited • Hindusthan Speciality Chemicals Limited • Intercontinental Trading and Investment Company Limited 	<ul style="list-style-type: none"> • Promain Limited • Intercontinental Trading and Investment Company Limited • Orient Bonds and Stock Limited • Paramount Enterprise Limited

	<ul style="list-style-type: none"> • Mody Investment & Mfg. Company Private Limited • Support Holding Private Limited • Superb Finance Private Limited • Kanchan Stocks Private Limited • Unique Stocks Private Limited 	
Chairman/Member in the Committees of the Boards of other Listed companies	<u>Hindusthan Urban Infrastructure Limited</u> Chairman – Corporate Social Responsibility Committee Chairman – Share Transfer Committee	Nil
No. of shares held in the Company	1100 equity shares	Nil
Number of meetings of the Board attended during the year	4	Nil

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CIN: L27109DL1972PLC319974

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Phone: +91 11 23310001-05, Email: hcslnl@yahoo.co.in, Website: www.psteelltd.com

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Name of the Member	:	
Registered Address	:	
Registered Folio No. / DP ID / Client ID :		
No. of Shares held	:	

I hereby record my presence at the Forty-Eighth Annual General Meeting of the Company held on Friday, 24th September, 2021 at 1:00 P.M at the registered office of the company at Flat No. 702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi - 110001 and at any adjournment thereof.

Name of the Member

Signature

Name of the Proxy Holder

Signature

1. Only Member/ Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

E-VOTING PARTICULARS

ELECTRONIC VOTING EVENT NUMBER (EVEN)	USER ID	PASSWORD

Note: Please refer to the instructions printed under the notes of Forty- Eighth Annual General Meeting. The e-voting period commences on Tuesday, 21st September, 2021 (9.00 A.M.) and ends on Thursday, 23rd September, 2021 (5.00 P.M). The e-voting module shall be displayed by NSDL for voting hereafter.

PROXY FORM

Form No. MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

PRADYUMNA STEELS LIMITED

CIN: L27109DL1972PLC319974

Regd. Office: Flat No. 702, 7th Floor, Kanchenjunga Building, 18,
Barakhamba Road, New Delhi - 110001

Name of the member(s)	
Registered address	
E-mail id	
Folio No/ DP ID	

I/We, being the member (s) of _____ shares of Pradyumna Steels Limited, hereby appoint:

- 1) _____ of _____ having e-mail id _____ or failing him
- 2) _____ of _____ having e-mail id _____ or failing him
- 3) _____ of _____ having e-mail id _____

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the Forty-eighth Annual General Meeting of the Company, to be held on Friday, 24th September, 2021 at 1:00 P.M at the registered office of the company at Flat No 702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi 110001 and at any adjournment thereof in respect of such resolutions as are indicated below:

* I wish my above Proxy to vote in the manner as indicated in the box below:

S. No.	Resolutions	For	Against
1.	Consider and adopt the Audited Financial Statements (standalone & consolidated) of the Company for the financial year ended 31 st March, 2021 and the Reports of the Board of Directors and the Auditors thereon.		
2.	To appoint a Director in place of Mr. Raghavendra Anant Mody (DIN: 03158072) who retires by rotation and being eligible, offers himself for reappointment.		

3.	To appoint Mr. Murari Lal Birmiwala (DIN: 00642510) as Director of the company.		
4.	To appoint Mr. Rameshwar Lal Vyas as "Manager" of the company.		

Signed this..... day of.....2021.

.....
Signature of shareholder

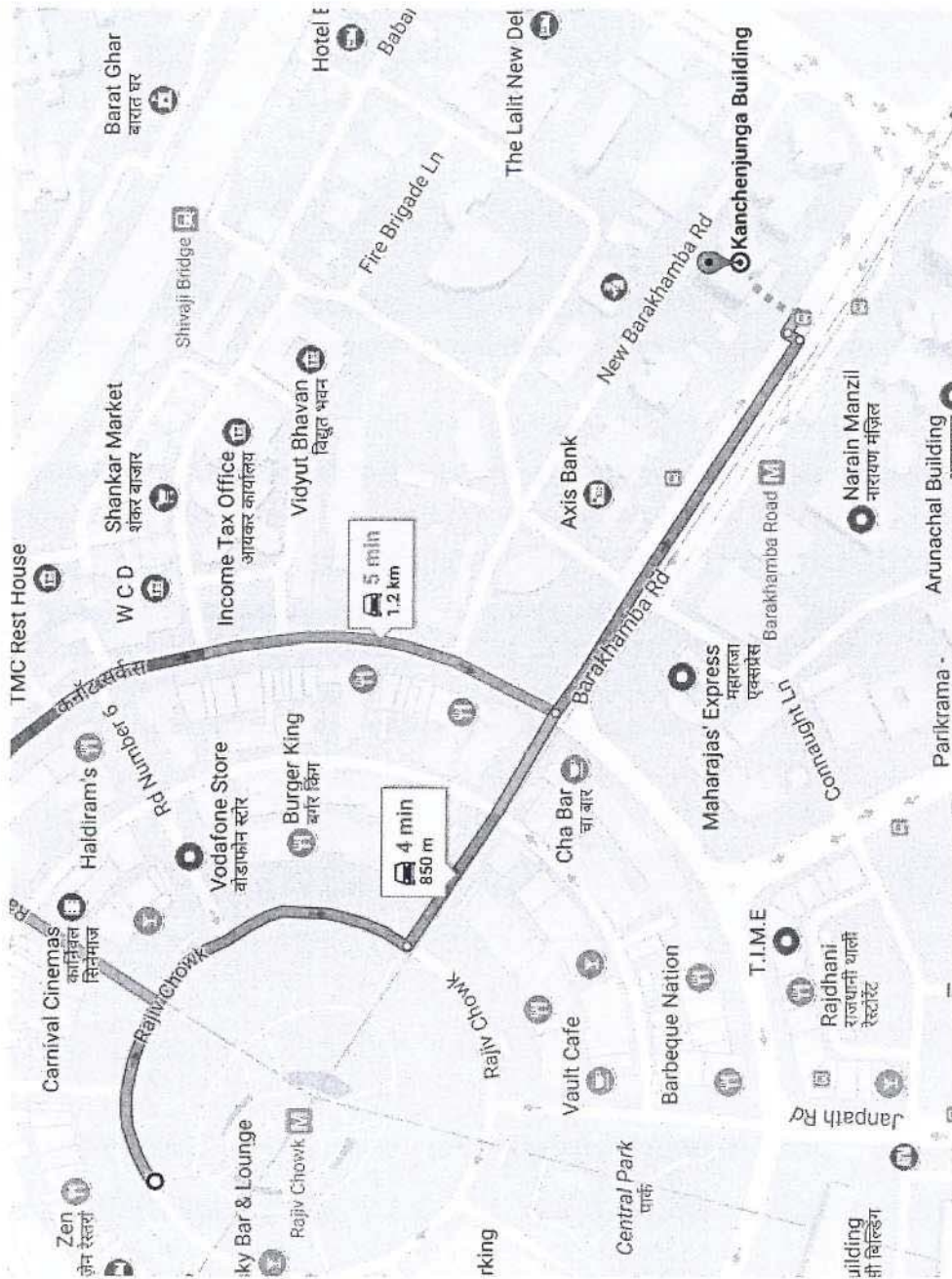
Affix	1
Rupee	
Revenue	
Stamp	

.....
Signature of first proxy holder

.....
Signature of second proxy holder

Notes:

- (1) This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- * (4) This is only optional. Please put a 'v' in the appropriate column against the resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against the resolution, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.



REGD. OFFICE:

Flat No 702, 7th Floor, Kanchenjunga Building 18, Barakhamba Road, New Delhi – 110001

Phone: +91-11-23310001-5, FAX: +91-11-2331-3707, Email: hcsIndl@yahoo.co.in

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BOARDS' REPORT

To
The Shareholders,

Your Directors present their Forty-eighth Annual Report and Audited Accounts of the Company for the financial year ended 31.03.2021.

The operating results of the company for the year are as follows:

(Amount in Rs.)

Particulars		<u>2020-21</u>		<u>2019-20</u>
Profit for the year after meeting all expenses but before providing for Taxation is		16,52,998		4,66,531
From which have to be deducted / added:				
Provision for Income Tax	5,32,912		2,34,302	
Income Tax paid for earlier years	<u>392</u>	<u>5,33,304</u>	-	<u>2,34,302</u>
Leaving a balance of		11,19,694		2,32,229
To which have to be added:				
The balance brought forward from previous year		1,62,560		4,58,880
Making a total of		12,82,254		6,91,109
Out of which transferred to:				
General Reserve	2,74,529		4,82,103	
Reserve Fund	<u>2,23,939</u>	<u>4,98,468</u>	<u>46,446</u>	<u>5,28,549</u>
Leaving a balance of		7,83,786		1,62,560

State of Affairs and Operations

The Gross Revenue for the current year was Rs. 52,88,473 against Rs. 3,04,75,463 in the previous year. The Profit before depreciation and taxation was Rs. 16,52,998 against Rs. 4,66,531 in the previous year. The profit after tax stood at Rs. 11,19,694 against Rs. 2,32,229 in the previous year.

Consolidated Financials

The Gross Revenue for the current year is Rs. 52,88,473 against Rs. 3,04,75,463 in the previous year. The Profit before depreciation and taxation was Rs. 16,59,829 against Rs. 4,71,093 in the previous year. The profit after tax stood at Rs. 11,26,525 against Rs. 2,36,791 in the previous year.

Dividend

In view of conservation of resources, your Directors do not recommend payment of any dividend for the financial year ended 31st March, 2021.

Transfer to reserves

The Company has transferred Rs. 1,11,969 alongwith Rs. 1,62,560 being opening balance of profit and loss account (profit relating to previous years) aggregating to Rs. 2,74,529 to general reserve and Rs. 2,23,939 to reserve fund for the financial year ended 31.03.2021.

COVID-19

COVID - 19 pandemic has caused serious disruption on the global economic and business environment. There is a huge uncertainty with regard to its impact which cannot be reasonably determined at this stage. However, the Company has evaluated and considered to the extent possible the likely impact that may arise from COVID-19 pandemic as well as all event and circumstances upto the date of approval of these Financial results on the carrying value of its assets and liabilities as on 31.3.2021. Based on the current indicators of future economic conditions, the Company expects to recover and has adequate liquidity to discharge its obligations is available.

Change in nature of Business, if any.

There is no change in the nature of business of the company during the year.

Management Discussion and Analysis Report

As required under regulation 34 of the SEBI (LODR) Regulations, 2015, the Management Discussion and Analysis Report is enclosed as a part of this report as ***Annexure – I.***

Directors Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed;
- b) The selected accounting policies have been applied consistently and the judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

- c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The annual accounts have been prepared on a going concern basis;
- e) Internal Financial Controls laid down in the Company are adequate and were operating effectively.
- f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

Directors and Key Managerial Personnel

As on 31st March, 2021, the Board comprised of six members including one women member. The Board has an appropriate mix of Executive Directors ('EDs'), Non-Executive Directors ('NEDs') and Independent Directors ('ID'), which is compliant with the Companies Act, 2013, the SEBI Listing Regulations and is also aligned with the best practices of Corporate Governance.

Changes in Board of Directors and other Key Managerial Personnel

- (i) Mrs. Sushama Mukherjee (DIN:08388012), Managing Director tendered her resignation with effect from end of the day of 10th November, 2020 from the office of Managing Director (KMP) and Committees thereof. The Board places on record their appreciation for the service rendered by Mrs. Sushama Mukherjee.
- (ii) The Board of Directors of the company at their meeting dated 10th November, 2020 upon the recommendation of Nomination & Remuneration Committee appointed Mr. Murari Lal Birmiwala (DIN: 00642510) as an Additional Director (Non-Executive & Non-Independent) of the company with effect from 10th November, 2020, who holds office upto the date of ensuing Annual General Meeting.

Approval of the shareholders is sought at the Forty-eighth Annual General Meeting for the appointment of Mr. Murari Lal Birmiwala as Non-Executive Director of the Company, liable to retire by rotation.

The company has received necessary notice of candidature under section 160 of the Companies Act, 2013 in respect of appointment of Mr. Murari Lal Birmiwala as Director in the Forty-eighth Annual General Meeting of the company.

- (iii) On the recommendation of Nomination & Remuneration Committee and Audit Committee, the Board of Directors has appointed Mr. Rameshwar Lal Vyas as “Manager” (KMP) of the Company for term of three years with effect from 10th November, 2020 subject to the approval of shareholders and other requisite approvals, if any.

Approval of the shareholders is sought at the Forty-eighth Annual General Meeting for the appointment of Mr. Rameshwar Lal Vyas as “Manager” of the Company.

- (iv) Mr. Girish Dugar, Company Secretary (KMP) has resigned from the office of Company Secretary with effect from 10th December, 2020. The Board places on record their appreciation for the service rendered by Mr. Girish Dugar.
- (v) On the recommendation of the Nomination and Remuneration Committee and Audit Committee, Mr. Shashi Raj Jajware was appointed as Company Secretary (KMP) of the company with effect from 21st December, 2020.

Your company is in full compliance of SEBI (LODR) Regulations, 2015 and the Companies Act, 2013 with regard to the composition of Board of Directors.

The information on the particulars of Directors eligible for appointment in terms of Regulation 36 of SEBI (LODR) Regulations, 2015 has been provided in the notes to the notice convening the Annual General Meeting.

Retirement by rotation

Mr. Raghavendra Anant Mody (DIN: 03158072) retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Directors recommend re-appointment of Mr. Raghavendra Anant Mody as a Director on the Board.

Key Managerial Personnel

As on date, company has following Key Managerial Personnel in compliance with the provisions of section 203 of the Companies Act, 2013 and rules made thereunder.

Mr. Rameshwar Lal Vyas - Manager
Mr. Jitendra Jain - Chief Financial Officer
Mr. Shashi Raj Jajware – Company Secretary

Familiarization Programme for Independent Directors

Pursuant to the code of conduct for Independent Directors specified under the Companies Act, 2013, the company has framed a familiarization programme for Independent Directors to familiarize them on their role, rights and responsibilities in the company, the nature of the industry in which the company operates and its business model.

Board Meeting

The Board of Directors duly met four times during the financial year from 1st April, 2020 to 31st March, 2021. The dates on which the meetings were held are as follows:

(i) 30.07.2020 (ii) 15.09.2020 (iii) 10.11.2020 (iv) 12.02.2021

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

Audit Committee

As on date, the Audit committee comprises of Mrs. Suman Lata Saraswat, Chairperson, Mr. Ravi Kant Maggon and Mr. Murari Lal Birmiwala. The Board has accepted all the recommendations made by the Audit Committee from time to time.

Mr. Murari Lal Birmiwala was inducted in the Committee with effect from 10th November, 2020 in view of resignation of Mrs. Sushama Mukherjee.

The Audit Committee duly met four times during the financial year from 1st April, 2020 to 31st March, 2021. The dates on which the meetings were held are as follows:

(i) 30.07.2020 (ii) 15.09.2020 (iii) 10.11.2020 (iv) 12.02.2021

The composition, powers, role and terms of reference of the Committee are in accordance with the requirements mandated under Section 177 of the Companies Act, 2013 read with the rules made thereunder and Regulation 18 and 21 read with Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as SEBI Listing Regulations, 2015). Apart from the above, the Committee also carries out such functions/responsibilities entrusted to it by the Board of Directors from time to time.

The Chief Financial Officer, Statutory Auditors and the Internal Auditors of the Company are permanent Invitees to the meetings of the Audit Committee. Company Secretary is the Secretary of the Audit Committee.

Nomination and Remuneration Committee

As on date, the Nomination and Remuneration Committee comprises of Mrs. Suman Lata Saraswat, Chairperson, Mr. Ravi Kant Maggon and Mr. Murari Lal Birmiwala. The Board has accepted all the recommendations made by the Nomination and Remuneration Committee from time to time.

Mr. Murari Lal Birmiwala was inducted in the Committee with effect from 10th November, 2020 in view of resignation of Mrs. Sushama Mukherjee.

The Nomination and Remuneration Committee duly met twice during the financial year from 1st April, 2020 to 31st March, 2021.

The dates on which the meetings were held are as follows:

(i) 10.11.2020 (ii) 12.02.2021

The composition, powers, role and terms of reference of the Committee are in accordance with the requirements mandated under Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations, 2015. Apart from the above, the Committee also carries out such functions/responsibilities entrusted to it by the Board of Directors from time to time.

Declaration of Independent Directors

The Company has three independent directors namely Mr. Ravi Kant Maggon, Mr. Pawan Kumar Tibrawalla and Mrs. Suman Lata Saraswat. Three directors are professionally qualified and possess appropriate balance of skills, expertise and knowledge and are qualified for appointment as Independent Director.

During the year under review all Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 (6) of the Companies Act, 2013 and in terms of SEBI (LODR) Regulations, 2015.

Auditors

i) Statutory Auditors

At the Annual General Meeting (AGM) of the Company held on 2nd August, 2017 pursuant to the provisions of the Companies Act, 2013 and rules made thereunder, M/s. B.K Shroff & Co., Chartered Accountants (FRN 302166E) were appointed as Statutory Auditors of the company from the Conclusion of Forty-fourth Annual General Meeting till the conclusion of Forty-ninth Annual General Meeting for a period of five years.

The Audit Report of M/s B.K Shroff & Co., Chartered Accountants on the Financial Statements of the Company for the financial year 2020-21 is a part of Annual Report. The report does not contain any qualification, reservation, adverse remarks or disclaimer.

(ii) Secretarial Auditors

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Board has re-appointed M/s. Mehak Gupta & Associates, Company Secretaries to conduct the Secretarial Audit of the company for the financial year commencing on and from 1st April, 2021.

The Secretarial Audit Report for the financial year ended 31st March, 2021 is annexed herewith marked as **Annexure-II** to this report. The report does not contain any qualification, reservation, adverse remarks or disclaimer.

(iii) Internal Auditors

The Board of Directors in their meeting held on 30th July, 2020, on the recommendations of the Audit Committee has appointed M/s. G.K. Nigam & Associates, Chartered Accountants, New Delhi as Internal Auditors for the financial year 2020-21. However, due to the demise of Mr. G.K. Nigam, Managing Partner of M/s. G.K. Nigam & Associates, internal audit for the financial year 2020-21 could not be completed.

The Board of Directors on the recommendations of Audit Committee appointed, M/s. Ravinder K. Choudhary & Co., Chartered Accountants, New Delhi as Internal Auditors of the company for the financial year 2020-21 to complete the internal audit for the financial year 2020-21.

M/s. Ravinder K. Choudhary & Co., Chartered Accountants, New Delhi performs the duties of Internal Auditors of the Company and their report is reviewed by the Audit committee from time to time during the financial year 2020-21.

As per the recommendations of Audit committee, M/s. Ravinder K. Choudhary & Co., Chartered Accountants were re-appointed as Internal Auditors for the financial year 2021-22.

Reporting of Frauds by Auditors

During the year under review, Statutory Auditors, Internal Auditors and Secretarial Auditor have not reported any instance of frauds committed in the Company by its Officers or Employees to the Audit Committee/Board under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

Share Capital

There is no change in the Capital Structure of the Company during the year.

The Authorised Share Capital of the Company is Rs. 50,00,000/- divided into 5,00,000/- equity shares of Rs. 10/- each. The paid up Equity Share Capital as on 31st March, 2021 was Rs. 17,10,875/-.

During the year under review the company has not issued any share capital with differential voting rights, sweat equity or ESOP nor provided any money to the employees or trusts for purchase of its own shares.

Listing with Stock Exchange

The equity shares of your Company are listed with the Calcutta Stock Exchange Limited. Listing Fees for financial year 2021-22 as applicable will be paid.

Board Diversity

Adequate diversity on the Board is essential to meet the challenges of business globalisation, rapid deployment of technology, greater social responsibility, increasing emphasis on corporate governance and enhanced need for risk management. The Board enables efficient functioning through differences in perspective and skill and fosters differentiated thought processes at the back of varied industrial and management expertise, gender, knowledge and geographical backgrounds. The Board recognises the importance of a diverse composition and has adopted a broad Diversity Policy which sets out its approach to diversity.

Material changes and commitments

No material changes or commitments have occurred between the end of the financial year to which the financial statements relate and the date of this report, affecting the financial position of the Company.

Annual Evaluation of the Board, its Committees and Individual Directors

As required under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, an evaluation of the performance of the Independent Directors was carried out by the Board of Directors during the year, based on the criteria laid down by the Nomination and Remuneration Committee. On an overall assessment, it was found that all the Independent Directors have given a good account of themselves. The Board concluded that the Independent Directors individually and collectively were well qualified and their contributions were in the interest of the Company. The Board also carried out the performance evaluation of Committees.

The Independent Directors in a separate meeting held on 12th February, 2021 reviewed and evaluated the performance of Non-Independent Directors and Board as a whole with respect to their rights, duties vis-à-vis performance of the Board Members.

Considering the requirements under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Independent Directors laid down broad areas for evaluation. After detailed discussions, it was concluded that the performance of the Board collectively and the Directors individually on all counts of evaluation were appreciable.

The Members of Nomination and Remuneration Committee evaluated the performance of other Board members excluding themselves on the basis of the performance evaluation tools and were satisfied with overall performance of all the Board members and recommended the Board for their continuation as the Members of the Board. Based on the recommendation of the Board, the Committee approved the term of appointment/re-appointment of Independent Directors.

Directors Appointment and Remuneration

Appointment of Directors on the Board of the Company is based on the recommendations of the Nomination and Remuneration Committee. The Committee identifies and recommends to the Board, persons for appointment on the Board, after considering the necessary and desirable competencies. The Committee takes into account positive attributes like integrity, maturity, judgment, leadership position, financial acumen, management experience and knowledge in one or more fields of finance, law, management, marketing, administration, research, etc.

In case of Independent Directors, they should fulfill the criteria of independence as per the Companies Act, 2013 and Regulation 16 of SEBI (LODR) Regulations, 2015, in addition to the general criteria stated above. It is ensured that a person to be appointed as director has not suffered any disqualification under the Act or any other law to hold such an office.

The Directors of the Company are paid sitting fee as per the Remuneration Policy of the Company, the gist of which is given under the heading 'Remuneration Policy' herein below. The details of sitting fee paid to the directors during the year 2018-19 are given in Form MGT-9 annexed hereto.

Remuneration Policy

The Company has framed Remuneration Policy pursuant to section 178 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, relating to remuneration of the Directors, senior management including its Key Managerial Personnel (KMP) and other employees of the Company. The Remuneration Policy is in accordance with

Section 178 of the Companies Act, 2013 and the Rules made thereunder. The salient features of the Policy are given below:

i. Guiding principle

The guiding principle of the Policy is that the remuneration and other terms of employment should effectively help in attracting and retaining committed and competent personnel.

ii. Directors

Non-Executive directors are paid remuneration in the form of sitting fees for attending Board meetings as fixed by the Board from time to time subject to statutory provisions. Presently, sitting fee is Rs. 2,500/- per Board meeting.

The Nomination and Remuneration Committee, while recommending the remuneration, takes into account pay and employment conditions in the industry, merit and seniority of the person and paying capacity of the Company. The remuneration which comprises of salary, perquisites, performance based reward and retirement benefits as per Company Rules is subject to the limits laid down under the Companies Act, 2013.

iii. Key Managerial Personnel (KMP)

Appointment and cessation of service of KMP are subject to the approval of the Nomination and Remuneration Committee and Board of Directors.

iv. Other employees

The remuneration of other employees is fixed from time to time as per the guiding principle laid down in the Remuneration Policy and considering industry standards and cost of living.

Non-Executive Directors with materially significant, pecuniary or business relationship with the Company

There has been no pecuniary or business relationship between the Non-Executive Directors and the Company, except for the sitting fees payable to them in accordance with the applicable laws and with the approval of the shareholders. A declaration to this effect is also submitted by all the Directors at the beginning of each financial year.

Conservation of Energy, Technology Absorption

Since your Company do not have manufacturing activity, the provisions of section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, are not applicable.

Corporate Social Responsibility (CSR)

The company is not required to constitute Corporate Social Responsibility Committee and also not required to spend any amount under CSR activity under section 135 of the Companies Act, 2013.

Foreign Exchange Earning and outgo

Used : Nil
Earned : Nil

Internal Control System and their Adequacy

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The Company continues to ensure maintenance of proper and adequate systems and procedures commensurate with its size and nature of its business.

Vigil Mechanism/Whistle Blower Policy

In accordance with Section 177 of the Companies Act, 2013 read with Regulation 22 of SEBI (LODR) Regulations, 2015, Company has formulated a Vigil Mechanism policy with a view to provide a mechanism for directors and employees of the Company to report genuine concerns. The policy provides for protected disclosures which can be made by a whistle blower through e-mail or letter to the Chairperson of the Audit Committee.

Extract of Annual Return

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith as ***Annexure-III***.

Related Party Transactions

All related party transactions entered into during the financial year 2020-21, were on an arm's length basis and in the ordinary course of business. There are no material related party transactions made by the company during the year that

required shareholders' approval under Regulation 23(4) of SEBI (LODR) Regulations, 2015 or Section 188 of the Companies Act, 2013.

All related party transactions are reported to the Audit Committee. Prior approval of the Audit Committee is obtained on yearly basis for the transactions which are planned and/or repetitive in nature and omnibus approvals are taken as per the policy laid down for unforeseen transactions.

The information on transactions with related parties pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure - IV** in Form No. AOC-2 and the same forms part of this report.

The details of the transactions with related parties during the financial year 2020-21 are provided in the accompanying financial statements.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the company other than sitting fee and reimbursement of expenses as applicable.

Significant Material Orders Passed by Regulators or Courts or Tribunals

No significant orders have been passed by any Regulators, Courts or Tribunals impacting the going concern status and Company's operations in future.

Particulars of Loans, Guarantees or Investments

Details of Loans, Guarantees and Investments covered under Section 186 of the Companies Act, 2013, if any, are given in the notes to the Financial Statements.

Development and Implementation of a Risk Management Policy

The Company has been addressing various risks impacting the Company. The management is of the belief that the present risk mitigation measures in place are adequate to protect the company's operations. Major risks identified by the businesses and functions are addressed through mitigating actions on a continuing basis.

Public Deposits

Your Company has not invited or accepted any deposits during the year as per the provisions of Section 73 of the Companies Act, 2013.

The required details relating to deposits, covered under Chapter V of the Companies Act, 2013,-

- (a) Accepted during the year- *The Company has not accepted any deposit during the year.*
- (b) remained unpaid or unclaimed as at the end of the year- *Not applicable*
- (c) Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved-
 - (i) at the beginning of the year- *Clause not applicable*
 - (ii) maximum during the year- *Clause not applicable*
 - (iii) at the end of the year- *Clause not applicable*

Transfer of amount to Investor Education and Protection Fund

The company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, no funds were required to be transferred to Investor education and Protection Fund.

Anti-Sexual Harassment Policy

The Company is not required to implement Anti-Sexual Harassment Policy pursuant to the "Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Secretarial Standards of ICSI

The Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and approved by the Central Government.

Subsidiaries, Joint Ventures and Associate Companies

The Company has one associate company i.e Bengal Carbon Company Limited. The Company does not have any Subsidiary or Joint venture.

Cost Accounting Records

The Company is not required to maintain the cost accounting records in terms of section 148(1) of the Companies Act, 2013 read with rules made thereunder.

Borrowings from Directors

In pursuance to the proviso of Rule 2(1)(c)(viii) of The Companies (Acceptance of Deposits) Rules, 2014, this is to disclose that during the period under review, the Company has not accepted any amount from directors or their relatives.

Corporate Insolvency Resolution Process

No application was filed against the company for corporate insolvency resolution process by any financial or operational creditor or by the company under IBC before NCLT/NCLAT.

Personnel

There were no employees who were in receipt of emoluments as mentioned in Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

Acknowledgment

The Board wishes to record its appreciation of all the efforts put in by the shareholders, staff, business clients, bankers and associates of the Company, who have been responsible and supportive to the Company.

For and on behalf of the Board of Directors



**Rajendra Prasad Mody
Chairman**

DIN: 00140503

**R/o 14B Judges Court,
Road , Kolkata - 700027**

Place: New Delhi

Date: 30.06.2021

MANAGEMENT DISCUSSION & ANALYSIS REPORT**Annual Overview**

FY 2020-21 has been a challenging year with several macro headwinds encompassing Industrial, Infrastructure and Real estate market. Slow economic activity and Liquidity challenges impacted the overall demand scenario in the industry.

The Global Covid-19 pandemic may have an extended impact, but this means opportunities as well as challenges. The Board, through its engagement with the management, will guide the Company in recalibrating its growth strategy to address these challenges and to make use of the new opportunities.

Structure of the Company and Thrust of the Business

The thrust of company's business is to acquire and to sell, exchange, surrender, lease, mortgage, charge, convert, turn to account, dispose of and deal with property and rights of all kinds, and in particular, mortgages, concessions, options, contracts, book debts, business concerns, and undertakings and claims, privileges, and choose in action of all kinds.

Opportunities & Threats

Our company invests its surplus funds available in Fixed Deposits with Banks offering better rate of interest and also earns dividend income from its investment in shares. Company will continue to earn dividend and interest income. The Management is optimistic about the future outlook of the Company. Further, more promising areas of activity are being explored on a sustained basis.

Risks and concerns

Investment and operational risks are an inevitable consequence of being in business. The management team is responsible for implementing risk management policies and internal controls. This is designed to provide reasonable but not absolute assurance of achieving our business objectives. Our Company manages such risks by maintaining a conservative financial profile and prudent business and risk management practices. The company can be adversely affected by volatility in interest rates in India, which could cause its margins to decline and profitability to shrink and also the risk appetite is enunciated by the Board from time to time.

Business Overview financial performance

The details on business overview and company financial performance is given and part of the Board's Report of the company. The Financial Performance of the Company has not been satisfactory.

Mehak Gupta & Associates

COMPANY SECRETARIES

Head Office :304, 6A/1, Ganga Chamber, W.E.A.,

Karol Bagh, New Delhi - 110005

Phone Number:- 9953488844, 25710134

Email: mhkgupta18@gmail.com

Website: <https://www.csmehakgupta.in>



Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

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

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

To
The Members
Pradyumna Steels Limited
Flat No. 702, 7th Floor, Kanchenjunga Building,
18, Barakhamba Road, New Delhi-110001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Pradyumna Steels Limited** (CIN: L27109DL1972PLC319974) ("the Company"). The 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.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made there under.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder.



- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made under that Act to the extent applicable to Overseas Direct Investment (ODI) - **Not applicable to the Company during the audit period.**
- (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 (As amended)
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - **Not applicable to the Company during the audit period.**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 - **Not applicable to the Company during the audit period.**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not applicable to the Company during the audit period.**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not applicable to the Company during the audit period.**
- (vi) We further report that after considering the compliance system prevailing in the company and after carrying out test checks of the relevant records and documents maintained by the company, it has complied with the following laws that are applicable specifically to the company:
- (a) Payment of Gratuity Act, 1972
 - (b) Payment of Bonus Act, 1965

and all other laws, rules and regulations applicable to the company.

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 Agreement entered into by the company with the Calcutta Stock Exchange Limited.
- (iii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

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



We, further report that:

Compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit and the same has been subject to review by the Statutory Auditors and others designated professionals.

Based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, in my opinion, adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance of provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

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

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

Majority decisions are carried through while the dissenting members' views, 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.

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

**For Mehak Gupta and Associates
Company Secretaries**



**Mehak Gupta
Proprietor
FCS No.: 10703
CP No.: 15013
UDIN: F010703C000521928**

**Place: New Delhi
Date: 30.06.2021**

NOTE

Due to adverse impact of global pandemic COVID-19 has resulted into complete nation-wide lockdown. Therefore, our basis of examination for conducting the Secretarial Audit for the financial year 2020-21 was only restricted to the information/documents provided by the Company in the electronic mode.

Further, due to the unavoidable adverse circumstances the physical verification/ inspection of the certain specified documents/ policies cannot be carried out and therefore, the Management declarations/ Departmental Declarations has been taken wherever required.

To
The Members
Pradyumna Steels Limited
Flat No. 702, 7th Floor, Kanchenjunga Building,
18, Barakhamba Road, New Delhi-110001

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 process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis of 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 the Management representation about the compliance of laws, rules and regulations and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test check 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 Mehak Gupta and Associates
Company Secretaries**



**Mehak Gupta
Proprietor
FCS No.: 10703
CP No.: 15013
UDIN: F010703C000521928**

**Place: New Delhi
Date: 30.06.2021**

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
Financial year ended on 31.03.2021

[Pursuant to section 92(3) of the Companies Act, 2013 and
 Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L27109DL1972PLC319974
ii.	Registration Date	30.09.1972
iii.	Name of the Company	Pradyumna Steels Limited
iv.	Category/Sub-Category of the Company	Public Company/Limited by Shares
v.	Address of the Registered office and contact details	Flat No 702, 7 th Floor, Kanchenjunga Building 18, Barakhamba Road, New Delhi -110001 Tel. No. 011-23310001-05 (5 Lines) Email - hcsIndl@yahoo.co.in
vi.	Whether listed company	Listed with Calcutta Stock Exchange Limited
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	N.A.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

S. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1.	Other financial service activities, except insurance and pension funding activities	649	100 %

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	Bengal Carbon Company Limited	U23101WB 2008PLC12 4029	Associate	24.94	2(6)

b) Individuals									
(i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	-	48,550	48,550	28.14	-	48,550	48,550	28.14	-
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	-	48,550	48,550	28.14	-	48,550	48,550	28.14	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	48,550	48,550	28.14	-	48,550	48,550	28.14	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	1,72,500	1,72,500	100	-	1,72,500	1,72,500	100	-

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change 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.	Rajendra Prasad Mody	13,000	7.54	Nil	13,000	7.54	Nil	No
2.	Premlata Devi Mody	100	0.06	Nil	100	0.06	Nil	No
3.	Vikram Aditya Mody	800	0.46	Nil	800	0.46	Nil	No
4.	Sanchita Mody	100	0.06	Nil	100	0.06	Nil	No
5.	Raghavendra Anant Mody	1,100	0.64	Nil	1,100	0.64	Nil	No
6.	M/s. R. P. Mody & Sons	2,100	1.22	Nil	2,100	1.22	Nil	No
7.	Hindusthan Consultancy and Services Ltd.	22,250	12.89	Nil	22,250	12.89	Nil	No
8.	Intercontinental Trading and Investment Company Ltd.	17,250	10	Nil	17,250	10	Nil	No
9.	Orient Bonds and Stock Ltd.	17,250	10	Nil	17,250	10	Nil	No

10.	Paramount Enterprise Ltd.	8,600	4.99	Nil	8,600	4.99	Nil	No
11.	Mody Investments & Manufacturing Co. Ltd.	41,400	24	Nil	41,400	24	Nil	No
	Total	1,23,950	71.86	Nil	1,23,950	71.86	Nil	No

iii. **Change in Promoters' Shareholding (please specify, if there is no change)**

Sr. no	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

iv. **Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)**

S. No.	Name	Shareholding At the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total share of the Company
	For Each of the Top 10 Shareholders				
1.	Surendra Kumar Jaipuria	7800	4.52	7800	4.52
2.	Madan Mohan Murarka	3100	1.80	3100	1.80
3.	Kamta Singh	750	0.43	750	0.43
4.	Hari Ram Kasera	750	0.43	750	0.43
5.	Bishwanath Kasera	750	0.43	750	0.43
6.	Champa Lal Karnani	500	0.29	750	0.43
7.	Monari Singh	500	0.29	750	0.43
8.	Girdhari Lal Karnani	500	0.29	500	0.29
9.	Gouri Banerjee	500	0.29	500	0.29
10.	Kailash Rani	500	0.29	500	0.29

v. **Shareholding of Directors and Key Managerial Personnel**

S. No	Name	Shareholding		Cumulative Shareholding during the year				
		No. of Shares at the	% of total Shares of the company	Date	Increase/ Decrease in Shareholding	Reason	No. of Shares	% of total share of the Company
1.	Mr. Rajendra Prasad Mody	13,000	7.54	-	-	-	13,000	7.54
2.	Mr. Raghavendra Anant Mody	1,100	0.64	-	-	-	1,100	0.64

3.	Mr. Pawan Kumar Tibrawalla	-	-	-	-	-	-	-
4.	Mr. Ravi Kant Maggon	-	-	-	-	-	-	-
5.	Ms. Suman lata Saraswat	-	-	-	-	-	-	-
6.	Ms. Sushama Mukherjee *	-	-	-	-	-	-	-
7.	Mr. Murari Lal Birniwala **	-	-	-	-	-	-	-
8.	Mr. Rameshwar Lal Vyas	-	-	-	-	-	-	-
9.	Mr. Girish Dugar	-	-	-	-	-	-	-
10	Mr. Shashi Raj Jajware	-	-	-	-	-	-	-

* Resigned as Managing Director (KMP) with effect from 10.11.2020.

** Appointed on the Board as an Additional Director with effect from 10.11.2020.

^ Appointed as Manager (KMP) with effect from 10.11.2020.

^^ Resigned as Company Secretary (KMP) from end of the day of 10.12.2020.

Appointed as Company Secretary (KMP) with effect from 21.12.2020.

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (As on 01.04.2020)				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
Total(i+ii+iii)				
Change in Indebtedness during the financial year				
- Addition				
- Reduction				
Net Change				
Indebtedness at the end of the financial year (As on 31.03.2021)				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in Rs.)

S. No.	Particulars of Remuneration	Ms. Sushama Mukherjee, Managing Director	Mr. Rameshwar Lal Vyas, Manager	Total Amount
1.	Gross salary			
	(a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961	400	470	870
	(b) Value of perquisites u/s 17 (2) of the Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as% of profit	-	-	-
	- others, specify	-	-	-
5.	Others, please specify	-	-	-
6.	Total (A)	400	470	870
	Ceiling as per the Act	-	-	-

B. Remuneration to other directors:

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
	<u>Independent Directors</u>	<u>Mr. Pawan Kumar Tibrewalla</u>	<u>Mrs. Suman Lata Saraswat</u>	<u>Mr. Ravi Kant Maggon</u>	
	· Fee for attending board/committee meetings	20,000	20,000	-	40,000
	· Commission	-	-	-	-
	· Others, please specify	-	-	-	-
	Total (1)	20,000	20,000	-	40,000
	<u>Other Non-Executive Directors</u>	<u>Mr. Rajendra Prasad Mody</u>	<u>Mr. Raghavendra Anant Mody</u>	<u>Mr. Murari Lal Birmiwala</u>	
	· Fee for attending board/committee meetings	5,000	20,000	-	25,000
	· Commission	-	-	-	-
	· Others, please specify	-	-	-	-
	Total (2)	5,000	20,000	-	25,000
	Total (B)=(1+2)	25,000	40,000	-	65,000
	Total Managerial Remuneration	-	-	-	-
	Over all Ceiling as per the Act	-	-	-	-

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

(Amount in Rs.)

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		Ms. Girish Dugar, Company Secretary	Mr. Shashi Raj Jajware, Company Secretary	Mr. Jitendra Jain, Chief Financial Officer	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 (b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	7,07,351	2,45,835	Nil	9,53,186
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as% of profit - others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
6.	Total	7,07,351	2,45,835	-	9,53,186

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act, 2013	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD /NCLT/Court]	Appeal made. If any (give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty					
Punishment					
Compounding					
C. Other Officers In Default					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors



Rajendra Prasad Mody
Chairman

DIN: 00140503

R/o 14B Judges Court, Date:
Road , Kolkata - 700027

Place: New Delhi
30.06.2021

AUDITOR'S REPORT

INDEPENDENT AUDITOR'S REPORT

To the Members of Pradyumna Steels Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Pradyumna Steels Limited which comprise the balance sheet as at 31st March 2021, and the statement of Profit and Loss and statement of cash flows 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 financial statements give the information required by 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, 2021, and profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules 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 financial statements of the current period. However, due to very limited operations we are of the opinion that there are no key audit matters which required significant attention.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's



Report, Business Responsibility Report and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 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 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.

Responsibilities of Management and Those Charged With Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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 accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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



Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a



reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (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 Companies Act, 2013, we give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the 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 31st March, 2021 taken on record by the Board of Directors, none of the directors is



B. K. SHROFF & CO.

Chartered Accountants

3/7-B, Asaf Ali Road,
1st Floor, Flat No. 4,
New Delhi - 110002.

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disqualified as on 31st March, 2021 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, during the year the Company has not paid/provided any remuneration to its directors.
- h) 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:
- The Company has no pending litigations which may impact financial position in its financial statements.
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Place: New Delhi
Date: 30th June, 2021
UDIN : 21085128AAAADY5096



For B K Shroff & Co.
Chartered Accountants
Firm Registration No.: 302166E

Sanjiv Aggarwal
(SANJIV AGGARWAL)

Partner

Membership No.: 85128

Annexure A referred to in paragraph (1) under the heading of "Report on Other Legal and Regulatory requirements" of our report of even date

(i)	(a)	The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
	(b)	All the fixed assets have been physically verified by the management according to a regular program, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies with respect to book records were noticed on such verification. Discrepancies noticed have been properly dealt with in the books of account.
	(c)	The title deeds of immovable properties are held in the name of the company.
(ii)		Physical verification of inventory has been conducted by the management at reasonable intervals. In our opinion and according to the information and explanation provided to us, No material discrepancies with respect to book records were noticed on such verification. Discrepancies noticed have been properly dealt with in the books of account.
(iii)		In respect of secured/unsecured loans granted to companies, firms, Limited liability partnerships or other parties listed in the register maintained under section 189 of the Companies Act, 2013 we report that a) The terms and conditions for grant of such loans are not prejudicial to the interest of the company. b) The repayment of principal and payment of interest is on demand. Demanded amounts have been received. c) There are no overdue amounts
(iv)		In our opinion and according to the information and explanation given to us the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, Investments, guarantees and security.
(v)		According to the information and explanation given to us, the company has not accepted any deposit from the public. Therefore, the provisions of clause (v) of the order are not applicable to the company.
(vi)		As informed to us, the company is not required to maintain any cost records as prescribed by the central government under sec 148(1) of the Companies Act, 2013.



B. K. SHROFF & CO.

Chartered Accountants

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(vii) (a)	The company is generally regular in depositing with the appropriate authorities undisputed statutory dues income tax, sales tax, service tax, value added tax, cess and any other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect thereof were outstanding as at 31st March, 2021 for a period of more than six months from the date they became payable.
(b)	According to the records of the company, there are no dues of income tax or sales tax or service tax or value added tax which have not been deposited on account of any dispute.
(viii)	In our opinion and according to the information and explanations given to us, the company has not taken any loan from bank/ financial institution and accordingly clause (viii) of the order is not applicable to the company.
(ix)	During the year no money has been raised by way of initial public offer or further public offer (including debt instruments) and accordingly clause (ix) of the order is not applicable to the company.
(x)	According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the year.
(xi)	No managerial remuneration has been paid or provided accordingly provision of clause (xi) of the order are not applicable to the company.
(xii)	The company is not a nidhi company and hence provisions of clause (xii) of the order are not applicable to the company.
(xiii)	In our opinion all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.
(xiv)	During the year under review the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures accordingly provision of clause (xiv) of the order are not applicable to the company.
(xv)	The company has not entered into any non cash transactions with directors or persons connected with him.
(xvi)	The company is registered under section 45-1A of the Reserve Bank of India Act, 1934

Place : New Delhi
Date : 30th June, 2021
UDIN : 21085128AAAADY5096



For B.K Shroff & Co.
Chartered Accountants
Firm Reg. No. : 302166E
Sanjiv Aggarwal
(SANJIV AGGARWAL)
Partner
Membership Number : 085128

**Annexure B referred to in paragraph (2)(f) under the heading of
“Report on Other Legal and Regulatory requirements” of our report of even date**

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

We have audited the internal financial controls over financial reporting of PRADYUMNA STEEL LIMITED (“the Company”) as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (ICAI)”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for my /our audit opinion on the Company’s internal financial controls system over financial reporting.



Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that:

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

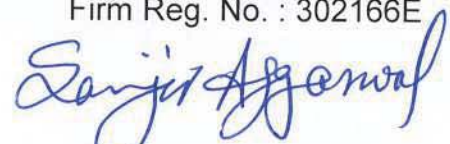
Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2021, 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 issued by the ICAI".

For B.K Shroff & Co.
Chartered Accountants
Firm Reg. No. : 302166E



(SANJIV AGGARWAL)

Partner

Membership Number :085128

Place : New Delhi
Date : 30th June, 2021
UDIN : 21085128AAAADY5096



PRADYUMNA STEELS LIMITED

CIN: L27109DL1972PLC319974

Regd. Office: Flat No.702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001

BALANCE SHEET AS AT 31ST March, 2021

Particulars	Note Nos.	(Rs.in '000)	
		As at 31.03.2021	As at 31.03.2020
ASSETS			
FINANCIAL ASSETS			
1 Cash and cash equivalents	1	189	19,201
2 Loans	2	27,500	10,000
3 Investments	3	330,686	148,078
NON FINANCIAL ASSETS			
1 Inventories	4	2,400	-
2 Current Tax Assets	5	26	251
3 Investment property	6	10,623	10,623
4 Other non financial assets	7	259	36
		371,682	188,189
LIABILITIES AND EQUITY			
NON FINANCIAL LIABILITIES			
1 Current tax liabilities	8	16	234
2 Deferred tax liabilities (Net)	9	46,259	25,172
3 Other non financial liabilities	10	35	52
Equity			
1 Equity Share Capital	11	1,711	1,711
2 Other Equity	12	323,660	161,020
		371,682	188,189
Significant Accounting Policies See Accompanying Notes to the Financial Statements	1 1-25		

As per our report of even date annexed

For B K Shroff & Co.

Chartered Accountants

Firm Registration No.302166E

Sanjiv Aggarwal

Partner

Membership No.85128



Shashi Raj Jajwre
Company Secretary
PAN: ALJPJ3799F

Rameshwar Lal Vyas
Manager
PAN:AGNPV4911G

For and on behalf of the Board of Directors

Rajendra Prasad Mody

Director

DIN: 00140503

Murari Lal Birmiwala

Director

Jitendra Jain
Chief Financial Officer
PAN: AAGPJ4172Q

Place: New Delhi

Date: 30th June, 2021

PRADYUMNA STEELS LIMITED

CIN: L27109DL1972PLC319974

Regd. Office: Flat No.702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

Particulars	Notes	(Rs.in '000)	
		For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Revenue from Operations			
Interest income	13	2,954	36
Dividend income		-	7
Sale of mutual funds		2,328	30,429
I Total revenue from operations		5,282	30,472
Other Income	14		
Liabilities Written Back		3	-
Rent		4	4
II Total other income		7	4
III Total income (I+II)		5,288	30,475
EXPENSES			
Purchase of stock in trade		4,700	-
Changes in inventories of stock in trade	15	(2,400)	28,700
Employee Benefits Expense	16	928	840
Depreciation	6	1	1
Other Expenses	17	407	468
IV TOTAL EXPENSES		3,635	30,009
V PROFIT BEFORE TAX (III-IV)		1,653	467
VI TAX EXPENSE			
Current Tax		533	234
I T Adjustment for earlier year tax		0	-
VII PROFIT AFTER TAX (V-VI)		1,120	232
VIII OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified to profit & loss		182,608	(10,304)
Income tax relating to above		(21,087)	1,170
		161,521	(9,134)
IX TOTAL COMPREHENSIVE INCOME (VII-VIII)		162,641	(8,901)
X EARNING PER SHARE			
Basic and dilutive	18	6.49	1.35
Significant Accounting Policies	I		
See Accompanying Notes to the Financial Statements	1-25		

As per our report of even date annexed

For and on behalf of the Board of Directors

For B K Shroff & Co.

Chartered Accountants

(Firm Registration No.302166E)


Sanjiv Aggarwal

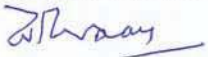
Partner

Membership No.85128




Shashi Raj Jajwara
Company Secretary
PAN: ALJPJ3799F


Rameshwar Lal Vyas
Manager
PAN:AGNPV4911G


Rajendra Prasad Mody
Director
DIN: 00140503


Murari Lal Birmiwala
Director
DIN: 00642510


Jitendra Jain
Chief Financial Officer
PAN: AAGPJ4172Q

Place: New Delhi

Date : 30th June, 2021

PRADYUMNA STEELS LIMITED

CIN : L27109DL1972PLC319974

Flat No.702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021			
		For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
		(Rs.in '000)	(Rs.in '000)
A.	CASH FLOW FROM OPERATING ACTIVITIES :		
	Net Profit before tax	1,653	467
	Adjustments for :		
	Depreciation	1	1
	Dividend received	-	(7)
	Operating profit before Working Capital changes	1,654	460
	Adjustments for increase/(decrease in operating assets:		
	Inventories	(2,400)	28,700
	Other non financial assets	(223)	(36)
	Other non financial liabilities	(17)	8
	Cash generated from operations	(986)	29,132
	Direct taxes paid	(526)	(249)
	NET CASH FROM OPERATING ACTIVITIES	(1,512)	28,883
B.	CASH FLOW FROM INVESTING ACTIVITIES :		
	Purchase of Investment in Shares	-	(204)
	Sale of Investment in Shares	-	-
	Dividend received	-	7
	NET CASH USED IN INVESTING ACTIVITIES	-	(197)
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	Disbursement of Borrowings	(17,500)	(10,000)
	NET CASH USED IN FINANCING ACTIVITIES	(17,500)	(10,000)
	NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(19,012)	18,687
	CASH AND CASH EQUIVALENTS (Opening Balance)	19,201	514
	CASH AND CASH EQUIVALENTS (Closing Balance)	189	19,201

As per our report of even date annexed

For B K Shroff & Co.
Chartered Accountants
Firm Registration No.302166E

Sanjiv Aggarwal
Sanjiv Aggarwal
Partner
Membership No.85128



Shashi Raj Jajware
Shashi Raj Jajware
Company Secretary
PAN: ALJPJ3799F

Rameshwar Lal Vyas
Rameshwar Lal Vyas
Manager
PAN:AGNPV4911G

For and on behalf of the Board of Directors

Rajendra Prasad Mody
Rajendra Prasad Mody
Director
DIN: 00140503

Mujari Lal Birmiwala
Mujari Lal Birmiwala
Director
DIN: 00642510

Jitendra Jain
Jitendra Jain
Chief Financial Officer
PAN: AAGPJ4172Q

Place: New Delhi
Date: 30th June, 2021

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS**1 i) Company Overview**

Pradyumna Steels Limited ("the Company") is a public limited company incorporated in India and has its registered office in New Delhi, India. The Company is listed on Calcutta Stock Exchange.

ii) Basis of Preparation of financial statements

The financial statements of the company have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2019.

These financial statements are separate financial statements of the company.

For all periods up to and including the year ended 31st March 2019, the Company prepared its financial statements in accordance with accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP) (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India immediately before adopting Ind AS. The Company had prepared the Opening Ind AS balance sheet as at 1 April 2020 using the exemption and exceptions provided under Indian Accounting Standards, Ind AS 101, First time adoption of Indian Accounting Standards. The exemptions availed by the Company are presented with the respective accounting policies. Reconciliations and explanations of the effect of the transition from Previous GAAP to Ind AS on the Company's Balance Sheet, Statement of Profit and Loss and Statement of Cash Flows are provided in first time adoption note.

The financial results have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Investments (Refer accounting policy regarding investments)

These financial statements are presented in Indian Rupees (₹), which is also the functional currency of the Company.

2 Significant accounting policies**2.1 Investment Properties**

Investment property comprises of portions of Freehold Land and Office Building that are held for long term rental yields and/or for capital appreciation. Investment properties are initially recognized at cost. Subsequently, Investment property comprising of building is carried at cost less accumulated depreciation and impairment losses.

The cost comprises purchase price, borrowing cost and any other cost directly attributable to bringing the assets to its working condition for its intended use. Trade discount, rebates and recoverable taxes, if any are deducted in arriving at the purchase price. All other repair and maintenance costs are recognised in profit and loss as incurred.

Depreciation on building is provided over the estimated useful lives on straight line method as specified in accordance with Schedule II of The Companies Act, 2013. The residual values, useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each financial year end. The effects of any revision are included in the statement of profit and loss when the change arise.

Though the company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair value is based on a certificate taken form Chartered Accountant.

Investment properties are derecognised when either they have been disposed off or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal.

The difference between the net disposal proceeds and the carrying amount of the asset is recognized in the statement of profit and loss in the period of derecognition

2.2 Inventories

Inventories are valued at cost or net realizable value, whichever is lower.

2.3 Revenue recognition

Revenue from sale of Mutual funds is recognized when all the significant risks and rewards of ownership are transferred to the buyer, there is no continuing effective control of the funds transferred, and the amount of revenue can be measured reliably.

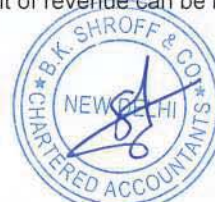
Interest income is recognized on a time proportion basis.

Dividend income is recognized when the right to receive the payment is established.

2.5 Borrowing costs

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

Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.



2.6 Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognized in Profit and Loss Statement, except to the extent that it relates to items recognized in Other Comprehensive Income in which case, the tax is also recognized in Other Comprehensive Income.

Current Tax

Current tax liability is measured at the amount expected to be paid to the taxation authorities, based on tax rates and laws that are enacted or subsequently enacted at the Balance Sheet date.

Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of tax credits (Minimum Alternate Tax credit entitlement) and the carry forward of business losses and unabsorbed tax depreciation.

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

2.70 Earnings per Share

Basic earnings per share is calculated by dividing the net profit for the year attributable to equity shareholders (after deducting the redeemable preference share dividend) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is calculated by dividing the net profits attributable to equity shareholders (after deducting dividend on redeemable preference shares) by the weighted average number of equity shares outstanding during the year (adjusted for the effects of dilutive options).

2.80 Investment and other financial assets

Financial assets are initially measured on trade date at fair value, plus transaction costs. All recognised financial assets are subsequently measured in their entirety at either amortized cost or at fair value.

(a) Classification

The Investments and other financial assets has been classified as per Company's business model for managing the financial assets and the contractual terms of the cash flows.

(b) Measurement

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

(b.1) Investment in equity instruments

All Equity investments are measured at fair value in the balance sheet, with value changes recognized in the statement of profit and loss under other comprehensive income.

If an equity investment is not held for trading, an irrevocable election is made at initial recognition to measure it at fair value through other comprehensive income with only dividend income recognized in the statement of profit and loss.

(c) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(d) Derecognition of financial assets

A financial asset is derecognised only when

- The Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

(e) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Financial Statements when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.



2.81 Impairment of Non-Financial Assets

The company assesses at each reporting date whether there is an indication that an asset may be impaired. If an indication exists the Company estimates the assets recoverable amount and writes down the assets value to its recoverable amount.

3 First Time Adoption of IND AS

The Company has adopted IND AS with effect from 1st April 2019 with comparatives being restated. Accordingly the impact of transition has been provided in the opening reserves as at 1st April 2018. The figures for the previous period have been restated regrouped and reclassified wherever required to comply with the requirement of Ind AS and schedule III.

Optional exemptions availed by the Company

- (i) The company has accounted its Investment property on cost model and therefore carried at same carrying value as appearing in previous GAAP



PRADYUMNA STEELS LIMITED

3. INVESTMENTS

Particulars	As at 31.03.2021	No. of Shares	As at 31.03.2020	Face Value	As at 31.03.2021	(Rs.in '000)	As at 31.03.2020
Investment in equity instruments measured at fair value through other comprehensive income							
(i) Quoted							
Bharat Heavy Electricals Limited	6000	6000	2	293	125		
Hindusthan Urban Infrastructure Limited	70000	70000	10	217,200	36,582		
Hotel Leela Limited	41000	41000	2	235	131		
				217,727	36,838		
(ii) Unquoted							
Bengal Carbon Company Limited	12470	12470	10	170	165		
Hindusthan M I Swaco Limited	20172	20172	10	-	828		
Intercontinental Trading & Investments Co. Limited	10000	10000	10	4,917	4,925		
Hindusthan Consultancy & Services Limited *	300	300	10	1,926	1,838		
Orient Bonds & Stock Limited	14650	14650	10	16,972	16,571		
Hindusthan Engineering & Industries Ltd.	125884	125884	10	88,974	86,913		
				112,959	111,240		
Total				330,686	148,078		
AGGREGATE VALUE OF INVESTMENTS							
Quoted				217,727	36,838		
Unquoted				112,959	111,240		
				330,686	148,078		

Note : Due to non availability of fair valuation report and audited figures of unquoted equity investment for the year ended 31.03.2021 , fair value of these investment has been determined based on net assets of these companies as at March 31, 2020.

*Received against 24000 shares of Jai Commercial Company Limited vide order of amalgamation dated 25.11.2019.



PRADYUMNA STEELS LIMITED

1 CASH & CASH EQUIVALENTS

Particulars	(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020
Cash in hand	0	1
Balances with banks in current accounts	188	19,200
Total	189	19,201

2 LOANS

(Unsecured-considered good)

Particulars	(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020
Loan to related party and repayable on demand	27,500	10,000
Total	27,500	10,000

4 INVENTORIES

(As taken, valued and certified by the management)

Particulars	(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020
Stock in trade (at lower of cost or net realisable value)	2,400	-
Total	2,400	-

5 CURRENT TAX ASSETS

(Unsecured-considered good)

Particulars	(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020
Advance Income Tax (Net of provisions)	-	230
I T Refundable	26	21
Total	26	251

6 INVESTMENT PROPERTY

Particulars	(Rs.in '000)		
	Land	Building	Total
Gross carrying amount as on 01.04.2018	10,575	50	10,625
Additions during the year	-	-	-
Deletions during the year	-	-	-
Gross carrying amount as on 31.03.2019	10,575	50	10,625
Additions during the year	-	-	-
Deletions during the year	-	-	-
Gross carrying amount as on 31.03.2020	10,575	50	10,625
Accumulated depreciations as on 01.04.2018	-	-	-
Depreciation during the year	-	1	1
Accumulated depreciation as at 31.03.2019	-	1	1
Depreciation during the year	-	1	1
Accumulated depreciation as at 31.03.2020	-	2	2
Depreciation during the year	-	1	1
Accumulated depreciation as at 31.03.2021	10,575	2	2
Net carrying amount as on 31.03.2020	10,575	48	10,623
Net carrying amount as on 31.03.2021	10,575	48	10,623

7 OTHER CURRENT ASSETS

(Unsecured-considered good)

Particulars	(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020
Others	259	36
Total	259	36



PRADYUMNA STEELS LIMITED

8 CURRENT TAX LIABILITIES

Particulars	(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020
Provision for income tax (net)	16	234
Total	16	234

9 DEFERRED TAX LIABILITIES (NET)

Particulars	(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020
Arising on difference for carrying investment at fair value through OCI	46,259	25,172
Total	46,259	25,172

10 OTHER NON FINANCIAL LIABILITIES

Particulars	(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020
Expenses payable	28	41
Statutory dues payables	7	11
Total	35	52

There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as on 31.03.2021.



PRADYUMNA STEELS LIMITED

11 EQUITY SHARE CAPITAL

(a) Authorised

Particulars	No. of Shares		(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
Equity Shares of Rs. 10 each				
At the beginning of the period	5,00,000	5,00,000	5,000	5,000
Add: Additions during the period	-	-	-	-
Less: Reduction during the period	-	-	-	-
At the end of the period	5,00,000	5,00,000	5,000	5,000

(b) Issued and Subscribed

Particulars	No. of Shares		(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
Equity Shares of Rs. 10 each				
At the beginning of the period	1,72,500	1,72,500	1,725	1,725
Add: Additions during the period	-	-	-	-
Less: Reduction during the period	-	-	-	-
At the end of the period	1,72,500	1,72,500	1,725	1,725

(c) Paid up

Particulars	No. of Shares		(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
Equity shares of Rs 10 each	1,72,500	1,72,500	1,725	1,725
Less: Calls in Arrear	-	-	14	14
At the end of the period	1,72,500	1,72,500	1,711	1,711

Reconciliation of Equity share capital

Particulars	No. of Shares		(Rs.in '000)	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
At the beginning of the period	1,72,500	1,72,500	1,711	1,711
Add: Additions during the period	-	-	-	-
Less: Reduction during the period	-	-	-	-
At the end of the period	1,72,500	1,72,500	1,711	1,711

List of shareholders holding more than 5% of the equity share capital of the company

Name of the Shareholder	No. of Shares		Percentage	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
Shri. R P Mody	13000	13000	7.54	7.54
Intercontinental Trading & Investments Co. Ltd.	17250	17250	10.00	10.00
Hindusthan Consultancy & Services Limited	22250	22200	12.89	12.87
Orient Bonds & Stock Limited	17250	17250	10.00	10.00
Mody Investment & Manufacturing Co. Pvt. Ltd.	41400	41400	24.00	24.00

Equity Shares: The company has one class of equity shares having a par value of Rs 10 per share. Each shareholder is eligible for one vote per share held. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. The shares in which calls have not been paid will receive dividend in proportion to the amount paid and dividend paid will be first adjusted against Calls in Arrear. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.



PRADYUMNA STEELS LIMITED

12 STATEMENT OF CHANGES IN EQUITY

(a) EQUITY SHARE CAPITAL

Particulars	Number of Shares	(Rs.in '000)
Balance as of 01.04.2019	172,500	1,725
Addition during the period	-	-
Balance as of 31.03.2020	172,500	1,725
Balance as of 01.04.2020	172,500	1,725
Addition during the period	-	-
Balance as of 31.03.2021	172,500	1,725

(b) OTHER EQUITY

Particulars	Reserves and surplus		Items of other comprehensive income*	Total Other Equity
	General Reserve	Retained Earnings		
Balance as of 01.04.2019	40,086	458	123,016	169,921
Addition during the period	-	-	-	-
Profit/Loss for the period	-	232	-	232
Appropriations from Retained Earnings for the year	482	(529)	-	-
Other comprehensive income	-	-	(9,134)	(9,134)
Transfer to reserves	-	-	-	-
Balance as of 31.03.2020	40,568	162	113,882	161,020
Balance as of 01.04.2020	40,568	162	113,882	161,020
Addition during the period	-	-	-	-
Profit/Loss for the period	-	1,119,694	-	1,120
Appropriations from Retained Earnings for the year	275	(498)	-	-
Other comprehensive income	-	-	161,521	161,521
Transfer to reserves	-	-	-	-
Balance as of 31.03.2021	40,842	783	275,403	323,660

*Other comprehensive income represents the balance in equity relating to gain / losses due to changes in fair value of investments at the end of year, this will not be reclassified to statement of Profit and Loss account.



PRADYUMNA STEELS LIMITED

13 Interest income

Particulars	(Rs.in '000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Interest on loan	2,954	36
Total	2,954	36

14 OTHER INCOME

Particulars	(Rs.in '000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Liabilities Written Back	3	-
Rent	4	4
Total	7	4

15 CHANGES IN INVENTORIES

Particulars	(Rs.in '000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Opening stock	-	28,700
Closing stock	2,400	-
Total	2,400	28,700

16 EMPLOYEE BENEFITS EXPENSE

Particulars	(Rs.in '000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Salaries & Wages	927	839
Staff Welfare Expenses	1	1
Total	928	840

17 OTHER EXPENSES

Particulars	(Rs.in '000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Rent, Rates & Taxes	146	146
Advertisement and publicity	31	31
Director's fee	65	85
Fees & Subscription	47	106
Professional Charges	42	43
Auditors' remuneration		
- for Audit Fee	38	24
- for Tax audit fee	-	6
- for Certification fees	3	-
- Others	19	13
Miscellaneous Expenses	16	15
Total	407	468

18 EARNING PER SHARE (EPS)

Particulars	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Basic and Diluted Earnings Per Share		
Profit/(Loss) after tax as per profit & loss account (Rs.) (A)	1,120	232
No. of equity shares (B)	172,500	172,500
Basic and Diluted Earning Per Share (Rs.) (A/B)	6.49	1.35



- 19 There is no Micro, small and Medium Enterprises to whom Company owes dues which are outstanding for more than 45 days at the Balance Sheet date. The above information has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the Auditors
- 20 As per copy of order dated: 26th May, 2017 received from Hon'ble Regional Director (Eastern Region), Kolkata, the company has changed its registered office from State of West Bengal to New Delhi and Company has now been registered under RBI as NBFC company vide dated 07.02.2018 and having registration no.B-14.03401
- 21 Since the company is operating into one segment "Financing and Investing Activities" hence segment reporting as defined in Indian Accounting Standard (Ind AS)-108 is not applicable to the Company
- 22 Related party Disclosures as required by Indian Accounting Standard (Ind AS)-24

22 (A) List of Related Parties with relationship

S.no	Name	Relationship
(i)	Parties which control the company	
(a)	Shri Rajendra Prasad Mody (KMP)	Promoters holding together with persons acting in concert (PAC) is more than 50%.
(b)	Bengal Carbon Company Limited	Associate company
(ii)	Directors of the company	
a)	Shri Rajendra Prasad Mody	Promoter director
b)	Shri Raghavendra Anant Mody	Promoter director
c)	Shri Pawan Kumar Tibrawalla	Independent Director
d)	Shri Ravi Kant Maggon	Independent Director
e)	Smt.Suman Lata Saraswat	Independent Director
f)	Smt.Sushama Mukherjee	Managing Director (Resigned on 10.11.2020)
g)	Shri Murari Lal Birmiwala	Additional Director (Appointed on 10.11.2020)
(iii)	Key Managerial Personnel	
	Mr.Girish Dugar	Company Secretary (Resigned on 10.12.2020)
	Mr.Shashi Raj Jajwara	Company Secretary (Appointed on 21.12.2020)
	Mr.Jitendra Jain	CFO
	Mr.Rameshwar Lal Vyas	Manager (Appointed on 10.11.2020)
(iv)	Other Related party	
	Promain Limited	Related Parties in broader sense of the term and are included for making the financial statements more transparent.
	Hindustan Engineering and Industries Limited	
	Hindustan Urban Infrastructures Limited	
	Hindustan Speciality Chemicals Limited	

(B) Transactions with related parties :

Particulars	Promoter	PAC	Directors	Other related parties	KMP
Rent received	4	-	-	-	-
	(4)	(-)	(-)	(-)	(-)
Rent paid	-	4	-	-	-
	(-)	(4)	(-)	(-)	(-)
Sitting fees	-	-	65	-	-
	(-)	(-)	(85)	(-)	(-)
Salary	-	-	0	-	922
	(-)	(-)	(1)	-	(837)
Loan Given	-	-	-	27,500	-
	(-)	(-)	(-)	(10,000)	(-)
Outstanding balances at year end	-	-	-	-	-
	(-)	(-)	(-)	(-)	(-)

Figures in bracket indicates previous year figures



23 Particulars as per NBFC Directions (as required in terms of paragraph 9BB of Non-Banking Financial Companies Prudential Norm (Reserve Bank) Directions, 2007)

Particulars			
LIABILITIES SIDE :			
(I)	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid :	Amount Outstanding	Amount Overdue
(a)	Debentures : Secured	-	-
	Unsecured	-	-
	(Other than falling within the meaning of public deposits		
(b)	Deferred Credits	-	-
(c)	Terms Loans	-	-
(d)	Intercompany Loans and borrowings	-	-
(e)	Commercial Paper	-	-
(f)	Public Deposits	-	-
(g)	Other Loans (Specify nature)	-	-

(ii)	Break-up (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid :	-	-
------	---	---	---

ASSET SIDE

(iii)	Break-up of Loans and Advances including bills receivables [Other than those included] :	Amount outstanding
(a)	Secured	-
(b)	Unsecured	27,500

(iv)	Break up of Leased Assets and Stock on hire and hypothecation loans counting towards EL/HP activities :	-
------	---	---

(v)	Break-up of Investments :	-
a)	Current Investments :	
1)	Quoted :	
(i)	Shares: (a) Equity	-
	(b) Preference	-
(ii)	Debentures and Bonds	-
(iii)	Units of mutual funds	-
(iv)	Government Securities	-
(v)	Others (please specify)	-
2)	Unquoted :	
(i)	Shares: (a) Equity	-
	(b) Preference	-
(ii)	Debentures and Bonds	-
(iii)	Units of mutual funds	-
(iv)	Government Securities	-
(v)	Others (please specify)	-



b)	Long Term Investments :			
1)	Quoted :			
	(i)	Shares:	(a) Equity	217,727
			(b) Preference	-
	(ii)	Debentures and Bonds		-
	(iii)	Units of mutual funds		-
	(iv)	Government Securities		-
	(v)	Others (please specify)		-
2)	Unquoted :			
	(i)	Shares:	(a) Equity	112,959
			(b) Preference	-
	(ii)	Debentures and Bonds		-
	(iii)	Units of mutual funds		-
	(iv)	Government Securities		-
	(v)	Others – Land & Building		10,623

(vi) Borrower group-wise classification of all leased assets , Stock-on-hire and loans and advances :

Category	Amount net of provisions		
	Secured	Unsecured	Total
1 Related Parties			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) Other related parties	-	-	-
2 Other than related parties	-	-	-

(vii) Investor group-wise classification of all Investments (current and long terms) in shares and securities (both quoted and unquoted) :

Category	Market Value/Break up of fair Value or NAV	Book Value (Net of provisions)
1 Related Parties		
(a) Subsidiaries	-	-
(b) Associates	170	125
(c) Companies in the same group	23,815	118
(d) Other related parties	306,174	4,735
2 Other than related parties	528	4,046

(viii) Other information : There are no Non-Performing Assets and no Assets have been acquired in satisfaction of debt

24 The fair value of Investment property under schedule 6 of the financial statements is Rs 3,94,14,537/- as on 31.03.2021. Fair value is based on a valuation done by a chartered Accountant as per his certificate dated 28.07.2021

25 Figures for the previous year have been regrouped / rearranged wherever considered necessary. Figures have been rounded off to the nearest rupee

As per our report of even date annexed

For and on behalf of the Board of Directors

For B K Shroff & Co.

Chartered Accountants

(Firm Registration No.302166E)

Sanjiv Aggarwal

Partner

Membership No.85128



Rajendra Prasad Mody

Rajendra Prasad Mody

Director

DIN: 00140503

Murari Lal Birmiwala

Murari Lal Birmiwala

Director

DIN: 00642510

Shashi Raj Jajwara

Shashi Raj Jajwara

Company Secretary

PAN: ALJPJ3799F

Rameshwar Lal Vyas

Rameshwar Lal Vyas

Manager

PAN:AGNPV4911G

Jitendra Jain

Jitendra Jain

Chief Financial Officer

PAN: AAGPJ4172Q

Place: New Delhi

Date : 30th June, 2021

AUDITOR'S REPORT

INDEPENDENT AUDITOR'S REPORT

To the Members of Pradyumna Steels Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Pradyumna Steels Limited (hereinafter referred to as "the Holding Company") and its associate (the Holding Company and its associates together referred to as "the Group") which comprise the consolidated balance sheet as at 31st March 2021, and the consolidated statement of Profit and Loss and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by 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 Group as at March 31, 2021, and profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated 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 financial statements under the provisions of the Companies Act, 2013 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 financial statements of the current period. However, due to very limited operations we are of the opinion that there are no key audit matters which required significant attention.



Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 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 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.

Responsibilities of Management and Those Charged With Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is 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.

Those Board of Directors are also responsible for overseeing the Group's financial reporting process.



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the group has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group'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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



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

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

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (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 Companies Act, 2013, we give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 Group'sso far as it appears from our examination of those books
- c) The Consolidated Balance Sheet, the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



B. K. SHROFF & CO.

Chartered Accountants

3/7-B, Asaf Ali Road,
1st Floor, Flat No. 4,
New Delhi - 110002.

Phones : 23271407, 23284825, 23284826
23270362, 42831400

E-mail : bkshroffdelhi@yahoo.com
bkshroffdelhi@rediff.com

- e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Holding Company's Board of Directors, none of the directors is disqualified as on 31st March, 2021 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 Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Group's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, during the year the Holding Company has not paid/provided any remuneration to its directors.
- h) 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:
- The Group has no pending litigations which may impact financial position in its financial statements.
 - The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.

For B. K. Shroff & Co.
Chartered Accountants
Firm Registration No.: 302166E

Sanjiv Aggarwal
(SANJIV AGGARWAL)

Partner

Membership No.: 85128

Place: New Delhi
Date: 30th June, 2021
UDIN : 21085128AAAADZ1610



Annexure A referred to in paragraph (2)(f) under the heading of "Report on Other Legal and Regulatory requirements" of our report of even date

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

We have audited the internal financial controls over financial reporting of PRADYUMNA STEEL LIMITED Pradyumna Steels Limited (hereinafter referred to as "the Holding Company") and its associate (the Holding Company and its associates together referred to as "the Group") as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Group for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Holding Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Group'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.

Auditors' Responsibility

Our responsibility is to express an opinion on the Holding Company and its Associate internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for my /our audit opinion on the Group's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

The Holding Company and its Associate internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Group's internal financial control over financial reporting includes those policies and procedures that:

- a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Group;
- b) 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 Group are being made only in accordance with authorisations of management and directors of the Group; and
- c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Group's assets that could have a material effect on the financial statements.

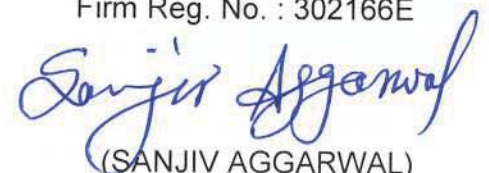
Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Group has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2021, based on "the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note issued by the ICAI".

For B.K Shroff & Co.
Chartered Accountants
Firm Reg. No. : 302166E


(SANJIV AGGARWAL)

Partner

Membership Number :085128



Place : New Delhi
Date : 30th June, 2021
UDIN : 21085128AAAADZ1610

PRADYUMNA STEELS LIMITED

CIN: L27109DL1972PLC319974

Regd. Office: Flat No.702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001

CONSOLIDATED BALANCE SHEET AS AT 31ST March, 2021

Particulars	Note Nos.	(Rs in ,000)	
		As at 31.03.2021	As at 31.03.2020
ASSETS			
FINANCIAL ASSETS			
1 Cash and cash equivalents	1	189	19,201
2 Loans	2	27,500	10,000
3 Investments	3	330,738	148,123
NON FINANCIAL ASSETS			
1 Inventories	4	2,400	-
2 Current Tax Assets	5	26	251
3 Investment property	6	10,623	10,623
4 Other non financial assets	7	259	36
		371,734	188,234
LIABILITIES AND EQUITY			
NON FINANCIAL LIABILITIES			
1 Current tax liabilities	8	16	234
2 Deferred tax liabilities (Net)	9	46,259	25,172
3 Other non financial liabilities	10	35	52
Equity			
1 Equity Share Capital	11	1,711	1,711
2 Other Equity	12	323,712	161,065
		371,734	188,234
Significant Accounting Policies	1		
See Accompanying Notes to the Financial Statements	1-26		

As per our report of even date annexed

For B K Shroff & Co.

Chartered Accountants

Firm Registration No.302166E

Sanjiv Aggarwal
Sanjiv Aggarwal
Partner

Membership No.85128



Shashi Raj Jajwara
Shashi Raj Jajwara
Company Secretary
PAN: ALJPJ3799F

For and on behalf of the Board of Directors

Rajendra Prasad Mody

Rajendra Prasad Mody
Director
DIN: 00140503

Murari Lal Birmiwala
Murari Lal Birmiwala
Director
DIN: 00642510

Rameshwar Lal Vyas
Rameshwar Lal Vyas
Manager
PAN:AGNPV4911G

Jitendra Jain
Jitendra Jain
Chief Financial Officer
PAN: AAGPJ4172Q

Place: New Delhi

Date: 30th June, 2021

PRADYUMNA STEELS LIMITED

CIN: L27109DL1972PLC319974

Regd. Office: Flat No.702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

Particulars	Notes	(Rs in ,000)	
		For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Revenue from Operations			
Interest income	13	2,954	36
Dividend income		-	7
Sale of mutual funds		2,328	30,429
I Total revenue from operations		5,282	30,472
Other Income	14		
Liabilities Written Back		3	-
Rent		4	4
II Total other income		7	4
III Total income (I+II)		5,288	30,475
EXPENSES			
Purchase of stock in trade		4,700	-
Changes in inventories of stock in trade	15	(2,400)	28,700
Employee Benefits Expense	16	928	840
Depreciation	6	1	1
Other Expenses	17	407	468
IV TOTAL EXPENSES		3,635	30,009
Profit/loss from Associate			
Add : Share of Profit in Associates		7	5
V PROFIT BEFORE TAX (III-IV)		1,660	471
VI TAX EXPENSE			
Current Tax		533	234
I T Adjustment for earlier year tax		0	-
VII PROFIT AFTER TAX (V-VI)		1,127	237
VIII OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified to profit & loss		182,608	(10,304)
Income tax relating to above		(21,087)	1,170
		161,521	(9,134)
IX TOTAL COMPREHENSIVE INCOME (VII-VIII)		162,647	(8,897)
X EARNING PER SHARE			
Basic and dilutive	18	6.53	1.37
Significant Accounting Policies	I		
See Accompanying Notes to the Financial Statements	1-26		

As per our report of even date annexed

For B K Shroff & Co.

Chartered Accountants

(Firm Registration No.302166E)

Sanjiv Aggarwal

Partner

Membership No.85128



Shashi Raj Jajware
Company Secretary
PAN: ALJPJ3799F

Rameshwar Lal Vyas
Manager
PAN:AGNPV4911G

For and on behalf of the Board of Directors

Rajendra Prasad Mody

Rajendra Prasad Mody

Director

DIN: 00140503

Murari Lal Birmiwala

Murari Lal Birmiwala

Director

DIN: 00642510

Jitendra Jain

Jitendra Jain

Chief Financial Officer

PAN: AAGPJ4172Q

Place: New Delhi

Date : 30th June, 2021

PRADYUMNA STEELS LIMITED

CIN : L27109DL1972PLC319974

Flat No.702, 7th Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2021

(Rs in ,000)

	For the period 01.04.2020 to 31.03.2021 (Rs.)	For the period 01.04.2019 to 31.03.2020 (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax	1,660	471
Adjustments for :		
Depreciation	1	1
Profit from associate	(7)	(5)
Dividend received	-	(7)
Operating profit before Working Capital changes	1,654	460
Adjustments for increase/(decrease in operating assets):		
Inventories	(2,400)	28,700
Other non financial assets	(223)	(36)
Other non financial liabilities	(17)	8
Cash generated from operations	(986)	29,132
Direct taxes paid	(526)	(249)
NET CASH FROM OPERATING ACTIVITIES	(1,512)	28,883
B CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Investment in Shares	-	(204)
Sale of Investment in Shares	-	-
Dividend received	-	7
NET CASH USED IN INVESTING ACTIVITIES	-	(197)
C CASH FLOW FROM FINANCING ACTIVITIES		
Disbursement of Borrowings	(17,500)	(10,000)
NET CASH USED IN FINANCING ACTIVITIES	(17,500)	(10,000)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(19,012)	18,687
CASH AND CASH EQUIVALENTS (Opening Balance)	19,201	514
CASH AND CASH EQUIVALENTS (Closing Balance)	189	19,201

As per our report of even date annexed

For B K Shroff & Co.

Chartered Accountants

Firm Registration No.302166E



Sanjiv Aggarwal
Partner

Membership No.85128





Shashi Raj Jajware
Company Secretary
PAN: ALJJPJ3799F

For and on behalf of the Board


Rajendra Prasad Mody
Director
DIN: 00140503


Murari Lal Birmiwala
Director
DIN: 00642510



Rameshwar Lal Vyas
Manager
PAN:AGNPV4911G



Jitendra Jain
Chief Financial Officer
PAN: AAGPJ4172Q

Place: New Delhi

Date: 30th June, 2021

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO THE CONSOLIDATED FINANCIAL STATEMENTS**1 i) Company Overview**

Pradyumna Steels Limited ("the Holding Company") is a public limited company incorporated in India and has its registered office in New Delhi, India. The Company is listed on Calcutta Stock Exchange.

ii) Basis of Preparation of financial statements

The financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2019.

These financial statements are separate financial statements of the Group.

For all periods up to and including the year ended 31st March 2019, the Group prepared its financial statements in accordance with accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP) (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India immediately before adopting Ind AS. The Group had prepared the Opening Ind AS balance sheet as at 1 April 2018 using the exemption and exceptions provided under Indian Accounting Standards, Ind AS 101, First time adoption of Indian Accounting Standards. The exemptions availed by the Group are presented with the respective accounting policies. Reconciliations and explanations of the effect of the transition from Previous GAAP to Ind AS on the Group's Balance Sheet, Statement of Profit and Loss and Statement of Consolidated Cash Flows are provided in first time adoption note.

The financial results have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Investments (Refer accounting policy regarding investments)

These financial statements are presented in Indian Rupees (₹), which is also the functional currency of the Group.

iii) Basis of consolidation

Pradyumna Steel Limited consolidates entities which it owns or controls. The consolidated financial statements comprise the financial statements of the Company, its controlled trusts, its subsidiaries and associate, as disclosed in Note no.25. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases. The financial statements of the Group Companies are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain / loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. No controlling interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company, are excluded. Associates are entities over which the Group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting. The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date

2 Significant accounting policies**2.1 Investment Properties**

Investment property comprises of portions of Freehold Land and Office Building that are held for long term rental yields and/or for capital appreciation. Investment properties are initially recognized at cost. Subsequently, Investment property comprising of building is carried at cost less accumulated depreciation and impairment losses.

The cost comprises purchase price, borrowing cost and any other cost directly attributable to bringing the assets to its working condition for its intended use. Trade discount, rebates and recoverable taxes, if any are deducted in arriving at the purchase price. All other repair and maintenance costs are recognised in profit and loss as incurred.

Depreciation on building is provided over the estimated useful lives on straight line method as specified in accordance with Schedule II of The Companies Act, 2013. The residual values, useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each financial year end. The effects of any revision are included in the statement of profit and loss when the change arise.

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair value is based on a certificate taken from Chartered Accountant.

Investment properties are derecognised when either they have been disposed off or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal.

The difference between the net disposal proceeds and the carrying amount of the asset is recognized in the statement of profit and loss in the period of derecognition

2.2 Inventories

Inventories are valued at cost or net realizable value, whichever is lower.



2.3 Revenue recognition

Revenue from sale of Mutual funds is recognized when all the significant risks and rewards of ownership are transferred to the buyer, there is no continuing effective control of the funds transferred, and the amount of revenue can be measured reliably.

Interest income is recognized on a time proportion basis.

Dividend income is recognized when the right to receive the payment is established.

2.4 Borrowing costs

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

Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

2.5 Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognized in Profit and Loss Statement, except to the extent that it relates to items recognized in Other Comprehensive Income in which case, the tax is also recognized in Other Comprehensive Income.

Current Tax

Current tax liability is measured at the amount expected to be paid to the taxation authorities, based on tax rates and laws that are enacted or subsequently enacted at the Balance Sheet date.

Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of tax credits (Minimum Alternate Tax credit entitlement) and the carry forward of business losses and unabsorbed tax depreciation.

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

2.6 Earnings per Share

Basic earnings per share is calculated by dividing the net profit for the year attributable to equity shareholders (after deducting the redeemable preference share dividend) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is calculated by dividing the net profits attributable to equity shareholders (after deducting dividend on redeemable preference shares) by the weighted average number of equity shares outstanding during the year (adjusted for the effects of dilutive options).

2.7 Investment and other financial assets

Financial assets are initially measured on trade date at fair value, plus transaction costs. All recognised financial assets are subsequently measured in their entirety at either amortized cost or at fair value.

(a) Classification

The Investments and other financial assets has been classified as per Group's business model for managing the financial assets and the contractual terms of the cash flows.

(b) Measurement

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

(b.1) Investment in equity instruments

All Equity investments are measured at fair value in the balance sheet, with value changes recognized in the statement of profit and loss under other comprehensive income.

If an equity investment is not held for trading, an irrevocable election is made at initial recognition to measure it at fair value through other comprehensive income with only dividend income recognized in the statement of profit and loss.

(c) Impairment of financial assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.



(d) **Derecognition of financial assets**

A financial asset is derecognised only when

- The Group has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

(e) **Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount reported in the Financial Statements when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.8 Impairment of Non-Financial Assets

The group assesses at each reporting date whether there is an indication that an asset may be impaired.

If an indication exists the Company estimates the assets recoverable amount and writes down the assets value to its recoverable amount.

3 First Time Adoption of IND AS

The Group has adopted IND AS with effect from 1st April 2019 with comparatives being restated. Accordingly the impact of transition has been provided in the opening reserves as at 1st April 2018. The figures for the previous period have been restated regrouped and reclassified wherever required to comply with the requirement of Ind AS and schedule III.

Optional exemptions availed by the Company

- (i) The Group has accounted its Investment property on cost model and therefore carried at same carrying value as appearing in previous GAAP



PRADYUMNA STEELS LIMITED

1 CASH & CASH EQUIVALENTS

Particulars	(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020
Cash in hand	0	1
Balances with banks in current accounts	188	19,200
Total	189	19,201

2 LOANS

(Unsecured-considered good)

Particulars	(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020
Loan to related party and repayable on demand	27,500	10,000
Total	27,500	10,000

4 INVENTORIES

(As taken, valued and certified by the management)

Particulars	(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020
Stock in trade (at lower of cost or net realisable value)	2,400	-
	-	-
Total	2,400	-

5 CURRENT TAX ASSETS

(Unsecured-considered good)

Particulars	(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020
Advance Income Tax (Net of provisions)	-	230
I T Refundable	26	21
Total	26	251

6 INVESTMENT PROPERTY

Particulars	(Rs in ,000)		
	Land	Building	Total
Gross carrying amount as on 01.04.2018	10,575	50	10,625
Additions during the year	-	-	-
Deletions during the year	-	-	-
Gross carrying amount as on 31.03.2019	10,575	50	10,625
Additions during the year	-	-	-
Deletions during the year	-	-	-
Gross carrying amount as on 31.03.2020	10,575	50	10,625
Accumulated depreciations as on 01.04.2018	-	-	-
Depreciation during the year	-	1	1
Accumulated depreciation as at 31.03.2019	-	1	1
Depreciation during the year	-	1	1
Accumulated depreciation as at 31.03.2020	-	2	2
Depreciation during the year	-	1	1
Accumulated depreciation as at 31.03.2021	10,575	2	2
Net carrying amount as on 31.03.2020	10,575	48	10,623
Net carrying amount as on 31.03.2021	10,575	48	10,623

OTHER CURRENT ASSETS

7 (Unsecured-considered good)

Particulars	(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020
Others	259	36
Total	259	36



PRADYUMNA STEELS LIMITED

3. INVESTMENTS

Particulars	No. of Shares		Face Value	(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020		As at 31.03.2021	As at 31.03.2020
Investment in equity instruments measured at fair value through other comprehensive income					
(i) Quoted					
Bharat Heavy Electricals Limited	6,000	6,000	2	293	125
Hindusthan Urban Infrastructure Limited	70,000	70,000	10	217,200	36,582
Hotel Leela Limited	41,000	41,000	2	235	131
				217,727	36,838
(ii) Unquoted					
Bengal Carbon Company Limited	12,470	12,470	10	170	165
Add : Profits in Associate till previous year				45	40
Add : Profits in Associate for the year				7	5
Hindusthan M I Swaco Limited	20,172	20,172	10	-	828
Intercontinental Trading & Investments Co. Limited	10,000	10,000	10	4,917	4,925
Hindusthan Consultancy & Services Limited *	300	300	10	1,926	1,838
Orient Bonds & Stock Limited	14,650	14,650	10	16,972	16,571
Hindusthan Engineering & Industries Ltd.	125,884	125,884	10	88,974	86,913
				113,010	111,285
Total				330,738	148,123
AGGREGATE VALUE OF INVESTMENTS					
Quoted				217,727	36,838
Unquoted				113,010	111,285
				330,738	148,123

Note : Due to non availability of fair valuation report and audited figures of unquoted equity investment for the year ended 31.03.2021 , fair value of these investment has been determined based on net assets of these companies as at March 31, 2020.

* Received against 24000 shares of Jai Commercial Company Ltd vide order of Amalgamation dated 25.11.2019



PRADYUMNA STEELS LIMITED

8 CURRENT TAX LIABILITIES

Particulars	(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020
Provision for income tax (Net)	16	234
Total	16	234

9 DEFERRED TAX LIABILITIES (NET)

Particulars	(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020
Arising on difference for carrying investment at fair value through OCI	46,259	25,172
Total	46,259	25,172

10 OTHER NON FINANCIAL LIABILITIES

Particulars	(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020
Expenses payable	28	41
Statutory dues payables	7	11
Total	35	52

There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as on 31.03.2021.



PRADYUMNA STEELS LIMITED

11 EQUITY SHARE CAPITAL

(a) Authorised

Particulars	No. of Shares		(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
Equity Shares of Rs. 10 each				
At the beginning of the period	5,00,000	5,00,000	5,000	5,000
Add: Additions during the period	-	-	-	-
Less: Reduction during the period	-	-	-	-
At the end of the period	5,00,000	5,00,000	5,000	5,000

(b) Issued and Subscribed

Particulars	No. of Shares		(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
Equity Shares of Rs. 10 each				
At the beginning of the period	1,72,500	1,72,500	1,725	1,725
Add: Additions during the period	-	-	-	-
Less: Reduction during the period	-	-	-	-
At the end of the period	1,72,500	1,72,500	1,725	1,725

(c) Paid up

Particulars	No. of Shares		(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
Equity shares of Rs 10 each	1,72,500	1,72,500	1,725	1,725
Less: Calls in Arrear	-	-	14	14
At the end of the period	1,72,500	1,72,500	1,711	1,711

Reconciliation of Equity share capital

Particulars	No. of Shares		(Rs in ,000)	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
At the beginning of the period	1,72,500	1,72,500	1,711	1,711
Add: Additions during the period	-	-	-	-
Less: Reduction during the period	-	-	-	-
At the end of the period	1,72,500	1,72,500	1,711	1,711

List of shareholders holding more than 5% of the equity share capital of the company

Name of the Shareholder	No. of Shares		Percentage	
	As at 31.03.2021	As at 31.03.2020	As at 31.03.2021	As at 31.03.2020
Shri. R P Mody	13,000	13,000	7.54	7.54
Intercontinental Trading & Investments Co. Ltd.	17,250	17,250	10.00	10.00
Hindusthan Consultancy & Services Limited	22,250	22,200	12.89	12.87
Orient Bonds & Stock Limited	17,250	17,250	10.00	10.00
Mody Investment & Manufacturing Co. Pvt. Ltd.	41,400	41,400	24.00	24.00

Equity Shares: Equity Shares: The Holding company has one class of equity shares having a par value of Rs 10 per share. Each shareholder is eligible for one vote per share held. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. The shares in which calls have not been paid will receive dividend in proportion to the amount paid and dividend paid will be first adjusted against Calls in Arrear. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.



PRADYUMNA STEELS LIMITED

12 STATEMENT OF CHANGES IN EQUITY

(a) EQUITY SHARE CAPITAL

Particulars	Number of Shares	(Rs in ,000)
Balance as of 01.04.2019	172,500	1,725
Addition during the period	-	-
Balance as of 31.03.2020	172,500	1,725
Balance as of 01.04.2020	172,500	1,725
Addition during the period	-	-
Balance as of 31.03.2021	172,500	1,725

(b) OTHER EQUITY

Particulars	General Reserve	Reserves and surplus			Total Other Equity
		Reserve Fund	Retained Earnings	Items of other comprehensive income* Other items of OCI	
Balance as of 01.04.2019	40,086	6,362	497	123,016	169,961
Addition during the period	-	-	-	-	-
Profit/Loss for the period	-	-	237	-	237
Appropriations from Retained Earnings for the year	483	47	(530)	-	237
Other comprehensive income	-	-	-	(9,134)	(9,134)
Transfer to reserves	-	-	-	-	-
Balance as of 31.03.2020	40,569	6,410	204	113,882	161,065
Balance as of 01.04.2021	40,569	6,410	204	113,882	161,065
Addition during the period	-	-	-	-	-
Profit/Loss for the period	-	-	1,127	-	1,127
Appropriations from Retained Earnings for the year	278	225	(504)	-	1,127
Other comprehensive income	-	-	-	161,521	161,521
Transfer to reserves	-	-	-	-	-
Balance as of 31.03.2021	40,847	6,635	827	275,403	323,712



*Other comprehensive income represents the balance in equity relating to gain / losses due to changes in fair value of investments at the end of year, this will not be reclassified to statement of Profit and Loss account.

PRADYUMNA STEELS LIMITED

13 Interest income

Particulars	(Rs in ,000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Interest on loan	2,954	36
Total	2,954	36

14 OTHER INCOME

Particulars	(Rs in ,000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Liabilities Written Back	3	-
Rent	4	4
Total	7	4

15 CHANGES IN INVENTORIES

Particulars	(Rs in ,000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Opening stock	-	28,700
Closing stock	2,400	-
Total	2,400	28,700

16 EMPLOYEE BENEFITS EXPENSE

Particulars	(Rs in ,000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Salaries & Wages	927	839
Staff Welfare Expenses	1	1
Total	928	840

17 OTHER EXPENSES

Particulars	(Rs in ,000)	
	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Rent, Rates & Taxes	146	146
Advertisement and publicity	31	31
Director's fee	65	85
Fees & Subscription	47	106
Professional Charges	42	43
Auditors' remuneration		
- for Audit Fee	38	24
- for Tax audit fee	-	6
- for Certification fees	3	-
- Others	19	13
Miscellaneous Expenses	16	15
Total	407	468

18 EARNING PER SHARE (EPS)

Particulars	For the period 01.04.2020 to 31.03.2021	For the period 01.04.2019 to 31.03.2020
Basic and Diluted Earnings Per Share		
Profit/(Loss) after tax as per profit & loss account (Rs.) (A)	1,127	237
No. of equity shares (B)	172,500	172,500
Basic and Diluted Earning Per Share (Rs.) (A/B)	6.53	1.37



19 There is no Micro, small and Medium Enterprises to whom Group owes dues which are outstanding for more than 45 days at the Balance Sheet date. The above information has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the Auditors

20 As per copy of order dated: 26th May, 2017 received from Hon'ble Regional Director (Eastern Region), Kolkata, the holding company has changed its registered office from State of West Bengal to New Delhi and Company has now been registered under RBI as NBFC company vide dated 07.02.2018 and having registration no.B-14.03401

21 Since the Group is operating into one segment "Financing and Investing Activities" hence segment reporting as defined in Indian Accounting Standard (Ind AS)-108 is not applicable to the Company

22 Related party Disclosures as required by Indian Accounting Standard (Ind AS)-24

(A) List of Related Parties with relationship

S.no	Name	Relationship
(i)	Parties which control the company	
(a)	Shri Rajendra Prasad Mody (KMP)	Promoters holding together with persons acting in concert (PAC) is more than 50%.
(ii)	Directors of the company	
a)	Shri Rajendra Prasad Mody	Promoter director
b)	Shri Raghavendra Anant Mody	Promoter director
c)	Shri Pawan Kumar Tibrawalla	Independent Director
d)	Shri Ravi Kant Maggon	Independent Director
e)	Smt.Suman Lata Saraswat	Independent Director
f)	Smt.Sushama Mukherjee	Managing Director (Resigned on 10.11.2020)
g)	Shri Murari Lal Birmiwala	Additional Director (Appointed on 10.11.2020)
(iii)	Key Managerial Personnel	
	Mr.Girish Dugar	Company Secretary (Resigned on 10.12.2020)
	Mr.Shashi Raj Jajware	Company Secretary (Appointed on 21.12.2020)
	Mr.Jitendra Jain	CFO
	Mr.Rameshwar Lal Vyas	Manager (Appointed on 10.11.2020)
(iv)	Other Related party	
	Promain Limited	Related Parties in broader sense of the term and are included for making the financial statements more transparent.
	Hindustan Engineering and Industries Limited	
	Hindustan Urban Infrastructure Ltd.	
	Hindustan Speciality Chemicals Ltd.	

(B) Transactions with related parties :

Particulars	Promoter	PAC	Directors	Other related parties	KMP
Rent received	4	-	-	-	-
	(4)	(-)	(-)	(-)	(-)
Rent paid	-	4	-	-	-
	(-)	(4)	(-)	(-)	(-)
Sitting fees	-	-	65	-	-
	(-)	(-)	(85)	(-)	(-)
Salary	-	-	0	0	927
	(-)	(-)	(1)	0	(837)
Loan Given	-	-	-	27,500	-
	(-)	-	(-)	(10,000)	(-)
Oustanding balances at year end	-	-	-	-	-
	(-)	(-)	(-)	(-)	(-)

Figures in bracket indicates previous year figures



23 Particulars as per NBFC Directions (as required in terms of paragraph 9BB of Non-Banking Financial Companies Prudential Norm (Reserve Bank) Directions, 2007)

Particulars				
LIABILITIES SIDE :				
(i)	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid :		Amount Outstanding	Amount Overdue
(a)	Debentures :	Secured	-	-
		Unsecured	-	-
		(Other than falling within the meaning of public deposits		
(b)	Deferred Credits		-	-
(c)	Terms Loans		-	-
(d)	Intercorporate Loans and borrowings		-	-
(e)	Commercial Paper		-	-
(f)	Public Deposits		-	-
(g)	Other Loans (Specify nature)		-	-

(ii)	Break-up (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid :	-	-
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ASSET SIDE

(iii)	Break-up of Loans and Advances including bills receivables [Other than those included] :	Amount outstanding
(a)	Secured	-
(b)	Unsecured	27,500

(iv)	Break up of Leased Assets and Stock on hire and hypothecation loans counting towards EL/HP activities :	-
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(v)	Break-up of Investments :	-
a)	Current Investments :	
1)	Quoted :	
(i)	Shares:	(a) Equity
		(b) Preference
(ii)	Debentures and Bonds	-
(iii)	Units of mutual funds	-
(iv)	Government Securities	-
(v)	Others (please specify)	-
2)	Unquoted :	
(i)	Shares:	(a) Equity
		(b) Preference
(ii)	Debentures and Bonds	-
(iii)	Units of mutual funds	-
(iv)	Government Securities	-
(v)	Others (please specify)	-



b)	Long Term Investments :			
1)	Quoted :			
	(I)	Shares:	(a) Equity	217,727
			(b) Preference	-
	(ii)	Debentures and Bonds		-
	(iii)	Units of mutual funds		-
	(iv)	Government Securities		-
	(v)	Others (please specify)		-
2)	Unquoted :			
	(I)	Shares:	(a) Equity	113,010
			(b) Preference	-
	(ii)	Debentures and Bonds		-
	(iii)	Units of mutual funds		-
	(iv)	Government Securities		-
	(v)	Others – Land & Building		10,623

(vi) Borrower group-wise classification of all leased assets , Stock-on-hire and loans and advances :

Category	Amount net of provisions		
	Secured	Unsecured	Total
1 Related Parties			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) Other related parties	-	-	-
2 Other than related parties	-	-	-

(vii) Investor group-wise classification of all Investments (current and long terms) in shares and securities (both quoted and unquoted) :

Category	Market Value/Break up of fair Value or NAV	Book Value (Net of provisions)
1 Related Parties		
(a) Subsidiaries	-	-
(b) Associates	170	125
(c) Companies in the same group	23,815	118
(d) Other related parties	306,174	4,735
2 Other than related parties	528	4,046

(viii) Other information : There are no Non-Performing Assets and no Assets have been acquired in satisfaction of debt

24 The fair value of Investment property under schedule 6 of the financial statements is Rs 3,94,14,537/- as on 31.03.2021. Fair value is based on a valuation done by a chartered Accountant as per his certificate dated 28.07.2021.



25 Additional information in respect of preparation of consolidated financial statements

(a) The Associate considered in the preparation of the consolidated financial statements is

Name of company	Country of residence	Status	Proportion of ownership interest	
			As at 31.03.2021	As at 31.03.2020
Bengal Carbon Company Ltd	India	Un-audited	24.94%	24.94%

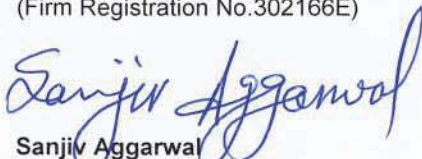
(b) Audited financial results for the period upto 31.03.2021 have been considered for this consolidation. Also standalone financial results and not consolidated financial results of associates have been considered for consolidation.

Name of Entity	Status	31.03.2021		31.03.2020	
		As a % of consolidated Net assets	Amount	As a % of consolidated Net assets	Amount
Pradyumna Steel Limited	Holding	99.99%	371,682	99.89%	188,024
Bengal Carbon Company Limited	Associate	0.01%	52	0.11%	210
Total		100%	371,734	100%	188,234

Name of Entity	Status	31.03.2021		31.03.2020	
		As a % of consolidated Net Profit/(loss)	Amount	As a % of consolidated Profit/(loss)	Amount
Pradyumna Steel Limited	Holding	100.00%	162,641	100.05%	(8,901)
Bengal Carbon Company Limited	Associate	0.00%	7	-0.05%	5
Total		100%	162,647	100%	(8,897)

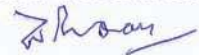
26 Figures for the previous year have been regrouped / rearranged wherever considered necessary. Figures have been rounded off to the nearest rupee

For B K Shroff & Co.
Chartered Accountants
(Firm Registration No.302166E)


Sanjiv Aggarwal
Partner
Membership No.85128



For and on behalf of the Board of Directors





Rajendra Prasad Mody
Director
DIN: 00140503


Murari Lal Birmiwala
Director
DIN: 00642510

Place: New Delhi
Date : 30th June, 2021


Shashi Raj Jajwara
Company Secretary
PAN: ALJPJ3799F


Rameshwar Lal Vyasa
Manager
PAN: AGNPV4911G


Jitendra Jain
Chief Financial Officer
PAN: AAGPJ4172Q