

# **PRADYUMNA STEELS LIMITED**

## **DIRECTORS**

|                                   |  |
|-----------------------------------|--|
| <i>Mr. Rajendra Prasad Mody</i>   | <i>Chairman &amp; Non-Executive Director</i>   |
| <i>Mr. Raghavendra Anant Mody</i> | <i>Non-Executive, Non-Independent Director</i> |
| <i>Mr. Murari Lal Birmiwala</i>   | <i>Non-Executive, Non-Independent Director</i> |
| <i>Mr. Ravi Kant Maggon</i>       | <i>Independent Director</i>                    |
| <i>Mr. Pawan Kumar Tibrawalla</i> | <i>Independent Director</i>                    |
| <i>Mrs. Suman Lata Saraswat</i>   | <i>Independent Director</i>                    |

## **KEY MANAGERIAL PERSONNEL (KMP)**

|                                |                                |
|--------------------------------|--------------------------------|
| <i>Mr. Shashi Raj Jajware</i>  | <i>Company Secretary</i>       |
| <i>Mr. Jitendra Jain</i>       | <i>Chief Financial Officer</i> |
| <i>Mr. Pramod Kumar Sharma</i> | <i>Manager</i>                 |

## **REGISTERED OFFICE**

*Flat No. 702, 7<sup>th</sup> Floor,  
Kanchenjunga Building, 18,  
Barakhamba Road, New Delhi- 110001*

## **LISTING OF EQUITY SHARES**

*CSE Limited*

## **REGISTRAR & SHARE TRANSFER AGENT**

*Skyline Financial Services Private Limited  
D-153/A, 1<sup>st</sup> Floor, Okhla Industrial Area,  
Phase-1, New Delhi- 110020*

# PRADYUMNA STEELS LIMITED

CIN: L27109DL1972PLC319974

Regd. Office: Flat No. 702, 7<sup>th</sup> Floor, Kanchenjunga Building 18, Barakhamba Road, New Delhi -110001  
Phone: +91 11 23310001-05, Email: [hcsIndl@yahoo.co.in](mailto:hcsIndl@yahoo.co.in), Website: [www.psteelltd.com](http://www.psteelltd.com)

## NOTICE

Notice is hereby given that the Forty-Ninth Annual General Meeting of the Members of Pradyumna Steels Limited will be held on Monday, 26<sup>th</sup> September, 2022 at 11:00 A.M. at the Registered Office of the company at Flat No. 702, 7<sup>th</sup> Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi - 110001 to transact the following business:

### Ordinary Business:

**1. Adoption of financial Statements.**

To receive, consider and adopt the Audited Financial Statements (standalone & consolidated) of the Company for the financial year ended 31<sup>st</sup> March, 2022, together with the reports of the Board of Directors and Auditors thereon.

**2. Re-appointment of Mr. Rajendra Prasad Mody as Director.**

To appoint a director in place of Mr. Rajendra Prasad Mody (DIN: 00140503), who retires by rotation and being eligible, seeks re-appointment.

**3. Appointment of M/s. Mandhana & Co., Chartered Accountants (Firm Registration No. 000612N), as Statutory Auditors of the Company.**

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

“Resolved that pursuant to Sections 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the audit committee and the Board of Directors of the Company, M/s. Mandhana & Co., Chartered Accountants (Firm registration number: 000612N) be and are hereby appointed as the Statutory Auditors of the Company for a period of five consecutive years, who shall hold office from the conclusion of this AGM till the conclusion of the 54<sup>th</sup> AGM to be held in the year 2027, at such remuneration as may be determined by the Board of Directors of the Company (or any Committees thereof).

Resolved further that the Board of Directors of the Company (or any Committees thereof), be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.”

**Special Business:**

**4. Appointment of Mr. Pramod Kumar Sharma as Manager under the Category of “KMP”.**

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

“Resolved that on the recommendation of the Nomination and Remuneration Committee and Board and pursuant to the provisions of Sections 196, 197, 203 read with Schedule V of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, including any statutory modification(s) or re-enactment thereof, for the time being in force consent of the members be and is hereby accorded for appointment of Mr. Pramod Kumar Sharm as “Manager” under the category of KMP of the Company for a term of three years with effect from 13<sup>th</sup> November, 2021 on the total remuneration of Rs. 1200/- 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 they deem 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. Pramod Kumar Sharma 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 in the event of loss or inadequacy of profit in any financial year during the currency of tenure of services of Mr. Pramod Kumar Sharma, the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Schedule V of the Companies Act, 2013.

Resolved further that any Director and the Company Secretary of the Company be and is hereby severally 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**  
**Sd/-**

**M.L Birmiwala**  
**Director**  
**DIN: 00642510**

**Place: New Delhi**  
**Date: 24<sup>th</sup> August, 2022**

## **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 Tuesday, 20<sup>th</sup> September, 2022 to Monday, 26<sup>th</sup> September, 2022 (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, 7<sup>th</sup> Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi-110001 or e-mail the queries to [hcslnl@yahoo.co.in](mailto:hcslnl@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. 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 in terms of SEBI circular no. SEBI/HO/CFO/CMD/CIR/P/2020/242 dated December 9, 2020 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).
16. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the notice calling the AGM has been uploaded on the website of the company at [hcslnl@yahoo.co.in](mailto:hcslnl@yahoo.co.in). The Notice can also be assessed from the Website of NSDL i.e [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
17. 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.
18. 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.
19. The remote e-voting period commences on Friday, 23<sup>rd</sup> September, 2022 (9.00 A.M) and ends on Sunday, 25<sup>th</sup> September, 2022 (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 Monday, 19<sup>th</sup> September, 2022, 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.

20. 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).
21. 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 19<sup>th</sup> September, 2022.
22. 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. 19<sup>th</sup> September, 2022, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto: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](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
23. 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.
24. Ms. Deepti Chawla, Practicing Company Secretary (FCS No. 11445, C.P No. 8759) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
25. 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.
26. 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.
27. 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.
28. In terms of the requirements of the Secretarial Standards - 2 on “General Meetings” issued by the Institute of the Company Secretaries of India and approved & notified by the Central Government, Route Map for the location of the aforesaid meeting is enclosed.

**By order of the Board of Directors**  
**Sd/-**

**M.L Birmiwala**  
**Director**  
**DIN: 00642510**

**Place: New Delhi**  
**Date: 24<sup>th</sup> August, 2022**

## **Explanatory Statement**

### **(Pursuant to Section 102 of the Companies Act, 201**

#### **Item No. 4**

On the recommendation of Nomination and Remuneration Committee, the Board of Directors, in their meeting held on 13<sup>th</sup> November, 2021 appointed Mr. Pramod Kumar Sharma as Manager under the category of KMP to perform the duties under the Companies Act, 2013 with effect from 13<sup>th</sup> November, 2021 on the total remuneration of Rs.1200/- per annum for a period of 3 (three) years subject to the approval of the members of the Company.

Mr. Pramod Kuamr Sharma 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.

Brief Profile of Mr. Pramod Kumar Sharma is annexed as Annexure A.

The Boards recommend this resolution for approval of members by way of Ordinary Resolurion.

Mr. Pramod Kumar Sharma is interested in the resolution set out at Item No. 4 of the Notice. The relatives of Mr. Pramod Kumar Sharma 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  
Sd/-**

**M.L Birmiwala  
Director  
DIN: 00642510**

**Place: New Delhi  
Date: 24<sup>th</sup> August, 2022**

**Annexure – A**

**Disclosure required under SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 of ICSI:**

| <b>Name</b>  | <b>Mr. Rajendra Prasad Mody</b>  | <b>Mr. Pramod Kumar Sharma</b>   |
|--|--|--|
| Director Identification Number                                   | 00140503   | -  |
| Date of first Appointment on the Board                           | 25.01.2006   | -  |
| Experience in Specific Functional Area                           | Mr. R.P. Mody is the founder of The Hindusthan Group. He is one of the greatest visionaries of the contemporary times, and is gifted with pragmatic business acumen. He is an economist by interest, a philanthropist by heart and an educationist by spirits. It was his able guidance and focused leadership that triggered the growth of the Hindusthan Group, from an humble beginning to a multidiscipline and a multi-location conglomerate. | Mr. Pramod Kumar Sharma aged 51 years is commerce Graduate and has done Master of Business Administration with over 29 years of experience in all functions relating to Banking, Finance and accounts etc. |
| Qualifications   | B.Com  | MBA  |
| Terms and Conditions of Appointment / Reappointment              | Liable to retire by rotation   | As per item no. 4 of the notice  |
| Details of remuneration sought to be paid                        | Sitting Fees   | Rs. 1200 (Rupees Twelve Hundred) per annum   |
| Last drawn remuneration  | -  | Rs. 457 (Rupees Four Hundred Fifty Seven) during the F.Y 2021-22   |
| Relationship with other Directors and Key Managerial Personnel   | Not Applicable   | Not Applicable   |
| Directorship in other Listed Companies                           | None   | None   |
| Member in the Committees of the Boards of other Listed companies | None   | None   |
| No. of Shares held in the  | 13000 equity shares  | NIL  |



|  |   |   |
|--|---|---|
| Company  |   |   |
| Number of meetings of the Board attended during the year | 2 | - |

**The instructions and other information relating to E-voting are as under:**

The remote e-voting period begins on Friday, 23.09.2022 at 9:00 A.M. and ends on Sunday, 25.09.2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 19.09.2022 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 19.09.2022.

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

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

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

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

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

| Type of shareholders  | Login Method  |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | 1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “ <b>Beneficial Owner</b> ” icon under “ <b>Login</b> ” which is available under ‘ <b>IDeAS</b> ’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ <b>Access to e-Voting</b> ” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period if you are not registered for IDeAS |

e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDEAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>

2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
3. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at

|  |   |
|--|---|
|  | <p><a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</p> |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period  |

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

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

| <b>Login type</b>  | <b>Helpdesk details</b>  |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30             |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43 |

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

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
    - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nSDL.com](http://www.evoting.nSDL.com).
    - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nSDL.com](http://www.evoting.nSDL.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nSDL.co.in](mailto:evoting@nSDL.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  8. Now, you will have to click on "Login" button.
  9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [dchawla.cs@gmail.com](mailto:dchawla.cs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

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

Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

# PRADYUMNA STEELS LIMITED

CIN: L27109DL1972PLC319974

Regd. Office: Flat No. 702, 7<sup>th</sup> Floor, Kanchenjunga Building 18, Barakhamba Road, New Delhi -110001  
Phone: +91 11 23310001-05, Email: [hcslnl@yahoo.co.in](mailto:hcslnl@yahoo.co.in), Website: [www.psteelltd.com](http://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-Ninth Annual General Meeting of the Company held on Monday, 26<sup>th</sup> September, 2022 at 11:00 A.M at the registered office of the company at Flat No. 702, 7<sup>th</sup> 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- ninth Annual General Meeting. The e-voting period commences on Friday, 23<sup>rd</sup> September, 2022 (9.00 A.M.) and ends on Sunday, 25<sup>th</sup> September, 2022 (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, 7<sup>th</sup> 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-ninth Annual General Meeting of the Company, to be held on Monday, 26<sup>th</sup> September, 2022 at 11:00 A.M at the registered office of the company at Flat No 702, 7<sup>th</sup> 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 <sup>st</sup> March, 2022 and the Reports of the Board of Directors and the Auditors thereon. |     |         |
| 2.     | To appoint a Director in place of Mr. Rajendra Prasad Mody (DIN: 00140503), who retires by rotation and being eligible, seeks re-appointment.  |     |         |
| 3.     | Appointment of M/s. Mandhana & Co., Chartered Accountants (Firm Registration No. 000612N), as Statutory Auditors of the Company.   |     |         |
| 4.     | To appoint Mr. Pramod Kumar Sharma as "Manager" under the category of the company.   |     |         |

Signed this..... day of.....2022.

.....  
**Signature of shareholder**

.....

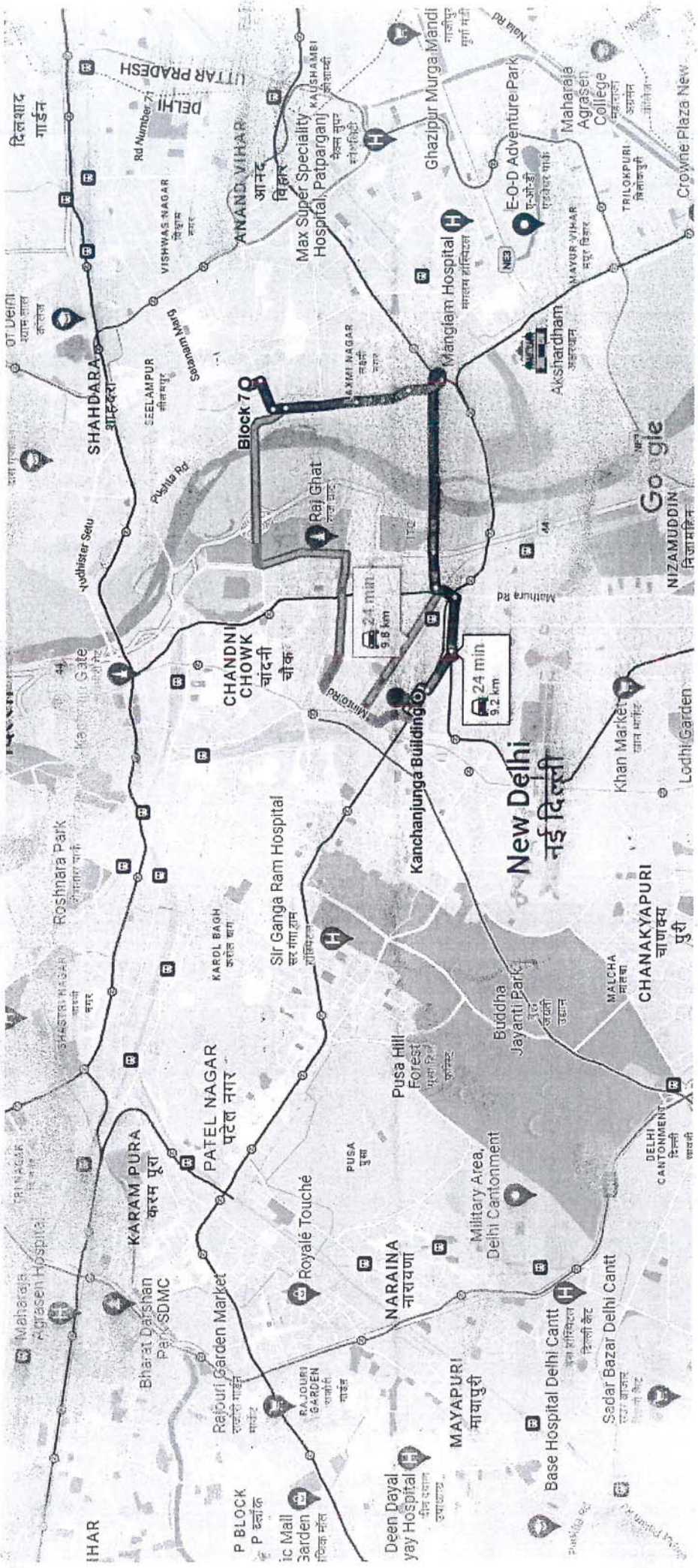
.....  
**Signature of first proxy holder**

.....  
**Signature of second proxy holder**

|         |   |
|---------|---|
| Affix   | 1 |
| Rupee   |   |
| Revenue |   |
| Stamp   |   |

**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 '√' 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.



Map data ©2022 1 km

# New Delhi नई दिल्ली

CHANAKYAPURI  
चाणक्यपुरी

DELHI CANTONMENT  
दिल्ली कैंपमेंट

MAYAPURI  
मायापुरी

NARAINA  
नारaina

PATIL NAGAR  
पटेल नगर

Karam Pura  
करमपुरा

Patel Nagar  
पटेल नगर

Kanchanjunga Building  
कान्चनजंगा बिल्डिंग

Manglam Hospital  
मंगलम हॉस्पिटल

Block 70  
ब्लॉक 70

Sir Ganga Ram Hospital  
सर गंगा राम हॉस्पिटल

Pusa Hill Forest  
पुसा हिल फॉरेस्ट

Buddha Jayanti Park  
बुद्धा जयंती पार्क

Military Area, Delhi Cantonment  
मिलिटरी एरिया, दिल्ली कैंपमेंट

Royalé Touché  
रॉयल टूच

Deen Dayal Upadhyay Hospital  
दीन दयाल उपाध्याय हॉस्पिटल

Base Hospital Delhi Cantt  
बेस हॉस्पिटल दिल्ली कैंपमेंट

Roshnara Park  
रोशनारा पार्क

Chanakya Park  
चाणक्य पार्क

Chanakya Park  
चाणक्य पार्क

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# 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, Email: [hcslnl@yahoo.co.in](mailto:hcslnl@yahoo.co.in), Website: [www.psteelltd.com](http://www.psteelltd.com)

## **BOARDS' REPORT**

To  
The Shareholders,

Your Directors present their Forty-ninth Annual Report of the Company for the financial year ended 31.03.2022.

The company's financial performance for the year ended 31.03.2022 is summarized below:

(Amount in Rs.)

| <b>Particulars</b>   |                 | <b><u>2021-22</u></b> |                 | <b><u>2020-21</u></b> |
|--|-----------------|-----------------------|-----------------|-----------------------|
| Profit for the year after meeting all expenses but before Taxation |                 | 14,61,290             |                 | 16,52,998             |
| From which have to be deducted / added:                            |                 |                       |                 |                       |
| Depreciation   | 790             |                       | -               |                       |
| Provision for Income Tax   | 4,84,663        |                       | 5,32,912        |                       |
| Income Tax paid for earlier years                                  | -----           | <u>4,85,453</u>       | <u>392</u>      | <u>5,33,304</u>       |
| Leaving a balance of   |                 | 9,75,837              |                 | 11,19,694             |
| To which have to be added:   |                 |                       |                 |                       |
| The balance brought forward from previous year                     |                 | <u>7,83,786</u>       |                 | <u>1,62,560</u>       |
| Making a total of  |                 | 17,59,623             |                 | 12,82,254             |
| Out of which transferred to:                                       |                 |                       |                 |                       |
| General Reserve  | 8,80,659        |                       | 2,74,529        |                       |
| Reserve Fund   | <u>1,95,325</u> | <u>10,75,984</u>      | <u>2,23,939</u> | <u>4,98,468</u>       |
| Leaving a balance of   |                 | 6,83,639              |                 | 7,83,786              |

### **State of Affairs and Operations**

The Gross Revenue for the current year was Rs. 29,65,503 against Rs. 52,88,473 in the previous year. The Profit before depreciation and taxation was Rs. 14,61,290 against Rs. 16,52,998 in the previous year. The profit after tax stood at Rs. 9,75,837 against Rs. 11,19,694 in the previous year.

### **Consolidated Financials**

The Gross Revenue for the current year is Rs. 29,65,503 against Rs. 52,88,473 in the previous year. The Profit before depreciation and taxation was Rs. 14,63,405 against Rs. 16,59,829 in the previous year. The profit after tax stood at Rs. 9,78,742 against Rs. 11,26,525 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 31<sup>st</sup> March, 2022.

## **Transfer to reserves**

The Company has transferred Rs. 97,663 alongwith Rs. 7,82,996 being opening balance of profit and loss account (profit relating to previous years) aggregating to Rs. 8,80,659 to general reserve and Rs. 1,95,325 to reserve fund for the financial year ended 31.03.2022.

## **COVID-19**

The COVID-19 pandemic, continued to be a global challenge creating disruption across the world, in the first three month of financial year 2022. The physical and emotional wellbeing of employees and stakeholders continues to be the top priority for the Company. Through these difficult times, the relentless effort and determination of all the frontline health and social workers has stood out at a beacon of hope for humanity, and company would like to convey sincere gratitude to all of them for not only keeping safe to society but also helping the economy of country to move forward. During this ongoing pandemic, Company followed all the guidelines issued in this regard by the Central Government and the respective States with regard to the operations and safety of people. The strict standard of physical and hygiene were enforced.

## **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 31<sup>st</sup> March, 2022, 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) Mr. Rameshwar Lal was resigned from the position of Manager from the close of the business hours of 12<sup>th</sup> November, 2021.
- (ii) On the recommendation of Nomination & Remuneration Committee, the Board of Directors has appointed Mr. Pramod Kumar Sharma as "Manager" of the Company for a term of three years with effect from 13<sup>th</sup> November, 2021 subject to the approval of shareholders and other requisite approvals, if any.

Approval of the shareholders is sought at the Forty-Ninth Annual General Meeting for the appointment of Mr. Pramod Kumar Sharma as "Manager" of the Company.

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. Rajendra Prasad Mody (DIN: 00140503) retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Directors recommend re-appointment of Mr. Rajendra Prasad 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. Pramod Kumar Sharma - 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 five times during the financial year from 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2022. The dates on which the meetings were held are as follows:

(i) 31.05.2021 (ii) 30.06.2021 (iii) 13.08.2021 (iv) 13.11.2021 (v) 14.02.2022

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.

The Audit Committee duly met five times during the financial year from 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2022. The dates on which the meetings were held are as follows:

(i) 31.05.2021 (ii) 30.06.2021 (iii) 13.08.2021 (iv) 13.11.2021 (v) 14.02.2022

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.

Company Secretary act as 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.

The Nomination and Remuneration Committee duly met twice during the financial year from 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2022.

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

(i) 13.11.2021 (ii) 14.02.2022

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. All 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 2<sup>nd</sup> 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 2021-22 is a part of Annual Report. The report does not contain any qualification, reservation, adverse remarks or disclaimer. M/s. B.K Shroff & Co., Chartered Accountants, the Statutory Auditors will retire at the conclusion of the forthcoming Annual General Meeting.

The Board, on recommendation of the Audit Committee, recommended for the approval of members, the appointment of M/s. Mandhana & Co., Chartered Accountants (Firm registration number: 000612N) as the Auditors of the Company for a period of five (5) years from the conclusion of 49<sup>th</sup> Annual General Meeting of the Company till the conclusion of 54<sup>th</sup> Annual General Meeting to be held in 2027. Appropriate resolution seeking approval of the members for appointment of the Statutory Auditors is appearing in the notice convening the 49<sup>th</sup> AGM.

The Company has received declarations from the Auditors, to the effect that the appointment, if made, would be within the prescribed limits under Section 141 of the Companies Act, 2013 and that they are not disqualified for appointment. The Auditors have also expressed their willingness to act as such, if approved.

### **(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 appointed M/s. Mehak Gupta & Associates, Company Secretaries to conduct the Secretarial Audit of the company for the financial year 2021-22.

The Secretarial Audit Report for the financial year ended 31<sup>st</sup> March, 2022 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 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 2021-22.

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 2021-22.

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 2022-23.

**Reporting of Frauds by Auditors**

During the year under review, Statutory Auditors, Internal Auditors and Secretarial Auditors 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 31<sup>st</sup> March, 2022 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 2022-23 as applicable has been 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 14<sup>th</sup> February, 2022 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 Committee, the Board 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 2021-22 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. 5,000/- 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, Remuneration 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 2021-22, 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 2021-22 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**

Disclosure with respect to the remuneration of Directors and employees as required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 have been annexed to this report as Annexure – III.



## **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 supportive to the Company.

**For and on behalf of the Board of Directors  
Sd/-**

**Rajendra Prasad Mody  
Chairman**

**DIN: 00140503**

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

**Place: New Delhi**

**Date: 24.08.2022**

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****Annual Overview**

The COVID-19 pandemic, continued to be a global challenge creating disruption across the world, in the first three month of financial year 2022. The physical and emotional wellbeing of employees and stakeholders continues to be the top priority for the Company. Through these difficult times, the relentless effort and determination of all the frontline health and social workers has stood out at a beacon of hope for humanity, and company would like to convey sincere gratitude to all of them for not only keeping safe to society but also helping the economy of country to move forward. During this ongoing pandemic, Company followed all the guidelines issued in this regard by the Central Government and the respective States with regard to the operations and safety of people. The strict standard of physical and hygiene were enforced.

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, patents, licenses, policies, 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 been satisfactory.

### **Human Resources**

The Company always considers its human resources as a valuable asset and is committed towards their development for continuous growth. The employee relations have continued to be harmonious throughout the year. The Company has two employees as on 31<sup>st</sup> March, 2022.

### **Cautionary Statement**

Statements in the Management Discussion and Analysis Report describing the Company's objectives, expectations or predictions may be "forward looking statements" within the meaning of the applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic and political conditions in which the Company operates, interest rate fluctuations, changes in Government, Tax laws, other statutes and incidental factors. The narrative on our financial condition and result of operations should be read together with our audited financial statements and the notes to these statements included in the annual report.

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

**Sd/-**

**Rajendra Prasad Mody  
Chairman  
DIN: 00140503  
R/o 14B Judges Court,  
Road , Kolkata - 700027**

**Place: New Delhi  
Date: 24.08.2022**

**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](mailto:mhkgupta18@gmail.com)

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



**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2022**

[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 31<sup>ST</sup> MARCH, 2022**

To  
The Members  
Pradyumna Steels Limited  
Flat No. 702, 7<sup>th</sup> 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 31<sup>st</sup> March, 2022 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 31<sup>st</sup> March, 2022 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: F010703D000447271**

**Place: New Delhi  
Date: 20.04.2022**

**Annexure-A**

To  
The Members  
Pradyumna Steels Limited  
Flat No. 702, 7<sup>th</sup> 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: F010703D000447271**

**Place: New Delhi  
Date: 20.04.2022**

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**Financial year ended on 31.03.2022**

[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:**

|             |   |  |
|-------------|---|--|
| <b>i.</b>   | CIN   | L27109DL1972PLC319974  |
| <b>ii.</b>  | Registration Date   | 30.09.1972   |
| <b>iii.</b> | Name of the Company   | Pradyumna Steels Limited   |
| <b>iv.</b>  | Category/Sub-Category of the Company                                      | Public Company/Limited by Shares   |
| <b>v.</b>   | Address of the Registered office and contact details                      | Flat No 702, 7 <sup>th</sup> Floor, Kanchenjunga Building<br>18, Barakhamba Road, New Delhi -110001<br>Tel. No. 011-23310001-05 (5 Lines)<br>Email - <a href="mailto:hcsIndl@yahoo.co.in">hcsIndl@yahoo.co.in</a>  |
| <b>vi.</b>  | Whether listed company  | Listed with Calcutta Stock Exchange Limited  |
| <b>vii.</b> | Name, Address and Contact details of Registrar and Transfer Agent, if any | Skyline Financial Services Private Limited<br>D- 153/A, 1 <sup>st</sup> Floor, Okhla Industrial Area,<br>Phase-1, New Delhi- 110020<br>Phone: 011- 40450 193-97<br>E-mail- <a href="mailto:compliance@skylinerta.com">compliance@skylinerta.com</a> , <a href="mailto:info@skylinerta.com">info@skylinerta.com</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<br>2008PLC12<br>4029 | Associate                      | 24.94            | 2(6)               |

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**i. Category-wise Share Holding**





|  |   |          |          |       |   |          |          |       |   |
|--|---|----------|----------|-------|---|----------|----------|-------|---|
| 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  | Nil                                       |
| 2.     | Premlata Devi Mody                                   | 100                                       | 0.06                             | Nil  | 100                                 | 0.06                             | Nil  | Nil                                       |
| 3.     | Vikram Aditya Mody                                   | 800                                       | 0.46                             | Nil  | 800                                 | 0.46                             | Nil  | Nil                                       |
| 4.     | Sanchita Mody  | 100                                       | 0.06                             | Nil  | 100                                 | 0.06                             | Nil  | Nil                                       |
| 5.     | Raghavendra Anant Mody                               | 1,100                                     | 0.64                             | Nil  | 1,100                               | 0.64                             | Nil  | Nil                                       |
| 6.     | M/s. R. P. Mody & Sons                               | 2,100                                     | 1.22                             | Nil  | 2,100                               | 1.22                             | Nil  | Nil                                       |
| 7.     | Hindusthan Consultancy and Services Ltd.             | 22,250                                    | 12.90                            | Nil  | 22,250                              | 12.90                            | Nil  | Nil                                       |
| 8.     | Intercontinental Trading and Investment Company Ltd. | 17,250                                    | 10                               | Nil  | 17,250                              | 10                               | Nil  | Nil                                       |
| 9.     | Orient Bonds and Stock Ltd.                          | 17,250                                    | 10                               | Nil  | 17,250                              | 10                               | Nil  | Nil                                       |
| 10.    | Paramount Enterprise Ltd.                            | 8,600                                     | 4.99                             | Nil  | 8,600                               | 4.99                             | Nil  | Nil                                       |
| 11.    | Mody Investments & Manufacturing Co. Ltd.            | 41,400                                    | 24                               | Nil  | 41,400                              | 24                               | Nil  | Nil                                       |
|        | <b>Total</b>   | <b>1,23,950</b>                           | <b>71.86</b>                     | <b>Nil</b>                                       | <b>1,23,950</b>                     | <b>71.86</b>                     | <b>Nil</b>                                       | <b>Nil</b>                                |

## 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 |
| <b>NO CHANGE</b> |             |   |                                  |   |                                  |

**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.     | Sushila Murarka                     | 3100                                      | 1.80                             | 3100                                    | 1.80                            |
| 4.     | Rashmi Agarwala                     | 1000                                      | 0.58                             | 1000                                    | 0.58                            |
| 5.     | Kamta Singh                         | 750                                       | 0.43                             | 750                                     | 0.43                            |
| 6.     | Hari Ram Kasera                     | 750                                       | 0.43                             | 750                                     | 0.43                            |
| 7.     | Bishwanath Kasera                   | 750                                       | 0.43                             | 750                                     | 0.43                            |
| 8.     | Bhaiya Das Narayan                  | 750                                       | 0.43                             | 750                                     | 0.43                            |
| 9.     | Raje Tickoo                         | 750                                       | 0.43                             | 750                                     | 0.43                            |
| 10.    | Satya Narayan Kasera                | 750                                       | 0.43                             | 750                                     | 0.43                            |

**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.    | Mr. Murari Lal Birmiwala   | -                    | -                                | -                                       | -                                  | -      | -             | -                               |
| 7.    | Mr. Rameshwar Lal Vyas*    | -                    | -                                | -                                       | -                                  | -      | -             | -                               |

|     |                           |   |   |   |   |   |   |   |
|-----|---------------------------|---|---|---|---|---|---|---|
| 8.  | Mr. Pramod Kumar Sharma** | - | - | - | - | - | - | - |
| 9.  | Mr. Shashi Raj Jajware    | - | - | - | - | - | - | - |
| 10. | Mr. Jitendra Jain         | - | - | - | - | - | - | - |

\* Mr. Rameshwar Lal Vyas was resigned from the position of Manager of the Company w.e.f 12.11.2021.

\*\* Mr. Pramod Kumar Sharma was appointed as Manager of the Company w.e.f 13.11.2021.

## 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<br><b>(As on 01.04.2021)</b> |                                  |                 |          |                    |
| 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<br><b>(As on 31.03.2022)</b>       |                                  |                 |          |                    |
| i) Principal Amount  |                                  |                 |          |                    |
| ii) Interest due but not paid  |                                  |                 |          |                    |
| iii) Interest accrued but not due  |                                  |                 |          |                    |
| <b>Total (i+ii+iii)</b>  |                                  |                 |          |                    |

## 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  | Mr. Pramod Kumar Sharma | 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 | 457                     | 743                             | 1200         |
|        | (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<br>- as% of profit<br>- others, specify | -<br>-     | -<br>-     | -<br>-      |
| 5. | Others, please specify                             | -          | -          | -           |
| 6. | <b>Total (A)</b>                                   | <b>457</b> | <b>743</b> | <b>1200</b> |
|    | 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 | 5,000                             | 20,000                            | 5,000                           | 30,000        |
|         | - Commission                                 | -                                 | -                                 | -                               | -             |
|         | - Others, please specify                     | -                                 | -                                 | -                               | -             |
|         | <b>Total (1)</b>                             | <b>5,000</b>                      | <b>20,000</b>                     | <b>5,000</b>                    | <b>30,000</b> |
|         | <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 | 10,000                            | 25,000                            | 25,000                          | 60,000        |
|         | - Commission                                 | -                                 | -                                 | -                               | -             |
|         | - Others, please specify                     | -                                 | -                                 | -                               | -             |
|         | <b>Total (2)</b>                             | <b>10,000</b>                     | <b>25,000</b>                     | <b>25,000</b>                   | <b>60,000</b> |
|         | <b>Total (B)=(1+2)</b>                       | <b>15,000</b>                     | <b>45,000</b>                     | <b>30,000</b>                   | <b>90,000</b> |
|         | 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                             |   |              |
|--------|---|--|---|--------------|
|        |   | <b>Mr. Shashi Raj Jajware,<br/>Company Secretary</b> | <b>Mr. Jitendra Jain, Chief Financial Officer</b> | <b>Total</b> |
| 1.     | Gross salary  |  |   |              |
|        | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 | 10,27,160  | 4,800   | 10,31,960    |
|        | (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<br>- as% of profit<br>- others, specify... | -         | -     | -         |
| 5. | Others, please specify                                | -         | -     | -         |
| 6. | Total   | 10,27,160 | 4,800 | 10,31,960 |

#### **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) |
|-------------------------------------|------------------------------------|-------------------|--|---------------------------|------------------------------------|
| <b>A. Company</b>                   |                                    |                   |  |                           |                                    |
| Penalty                             |                                    |                   |  |                           |                                    |
| Punishment                          |                                    |                   |  |                           |                                    |
| Compounding                         |                                    |                   |  |                           |                                    |
| <b>B. Directors</b>                 |                                    |                   |  |                           |                                    |
| Penalty                             |                                    |                   |  |                           |                                    |
| Punishment                          |                                    |                   |  |                           |                                    |
| Compounding                         |                                    |                   |  |                           |                                    |
| <b>C. Other Officers In Default</b> |                                    |                   |  |                           |                                    |
| Penalty                             |                                    |                   |  |                           |                                    |
| Punishment                          |                                    |                   |  |                           |                                    |
| Compounding                         |                                    |                   |  |                           |                                    |

**For and on behalf of the Board of Directors  
Sd/-**

**Rajendra Prasad Mody  
Chairman**

**DIN: 00140503**

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

**Place: New Delhi  
Date: 24.08.2022**

FORM NO. AOC -2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis: **Not Applicable**
2. Details of material contracts or arrangements or transactions at arm's length basis: **Not Applicable**

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

**Sd/-**

**Rajendra Prasad Mody**  
**Chairman**

**DIN: 00140503**

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

**Place: New Delhi**

**Date: 24.08.2022**

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 2022, 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, 2022, 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, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 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:
- i. The Company has no pending litigations which may impact financial position in its financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. (a) The management has represented that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries - Refer Note No 23(xvi)(a) to the financial statements;



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- (b)The management has represented, that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries - Refer Note No 23(xvi)(b) to the financial statements; and
- (c)Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. In our opinion and based on the information and explanation provided to us, no dividend has been declared or paid during the year by the company is in compliance with section 123 of the Companies Act, 2013

Place: New Delhi  
Date: 26/05/2022  
UDIN: 22085128AJQMBL6747



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

*Sanjay Aggarwal*  
Sanjay Aggarwal  
Partner

Membership Number: 085128

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)(A)  | The company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment.  |
| (i) (a) (B) | The company does not have any intangible assets and hence provisions of clause (i) (a) (B) are not applicable to the company.  |
| (i) (b)     | All the property, plant and equipments 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.                    |
| (i) (c)     | The title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.  |
| (i) (d)     | During the year, the company has not revalued its property, plant and equipments (including right to use assets) or intangible assets or both and hence provisions of clause (i) (d) are not applicable to the company.  |
| (i) (e)     | According to the information and explanation given to us and the records maintaining by the company no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.  |
| (ii)(a)     | Physical verification of inventory has been conducted by the management at reasonable intervals. In our opinion, the coverage and procedure of such verification by the management is reasonable. Discrepancies of 10% or more in the aggregate for each class of inventory with respect to book records were not noticed on such verification. Discrepancies noticed have been properly dealt with in the books of account. |
| (ii)(b)     | During any point of time of the year, the company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and hence provisions of clause (ii) (b) of the order are not applicable to the company.   |



|           |   |
|-----------|---|
| (iii)     | <p>During the year company has granted unsecured loans to companies.</p> <p>a) Since company is a registered NBFC and main business is to provide Loans so therefore this clause is not applicable to the company.</p> <p>b) The terms and conditions on which investments are made, guarantees are provided, security is given and loans and advances in the nature of loans are granted are not prejudicial to the interest of the company.</p> <p>c) In respect of loans and advances in the nature of loans the repayment or receipt of the principal amount and interest are as per stipulation.</p> <p>d) According to the records of the company and information and explanations provided to us, there are no overdue amounts</p> <p>e) Since company is a registered NBFC and main business is to provide Loans so therefore this clause is not applicable to the company.</p> <p>f) The aggregate amount of loans or advance in the nature of loans granted during the year either repayable on demand or specifying any terms or period of repayments amounted to Rs NIL. The aggregate amount of such loans granted during the year to promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013 amounted to Rs 150 lacs (100% of the total loans granted), however the balance outstanding from earlier year loan as on 31.03.2022 was Rs 275 lacs.</p> |
| (iv)      | <p>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.</p>  |
| (v)       | <p>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.</p>  |
| (vi)      | <p>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.</p>   |
| (vii) (a) | <p>The company is generally regular in depositing with the appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, 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, 2022 for a period of more than six months from the date they became payable.</p>  |
| (b)       | <p>According to the records of the company, there are no statutory dues referred to in sub clause (a) which have not been deposited on account of any dispute.</p>  |



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|           |   |
|-----------|---|
| (viii)    | According to the information and explanations provided to us, there were no transactions which were not recorded in the books of account and have been surrendered or disclosed as income, during the year, in the tax assessments under the Income Tax Act, 1961.  |
| (ix)      | In our opinion and according to the information and explanations given to us, the company has no loans or other borrowings and hence provisions of clause (ix) (a) to (f) of the order are not applicable to the company.   |
| (x) (a)   | According to the records of the company during the year no money has been raised by way of initial public offer or further public offer (including debt instruments) and hence provisions of clause (x) (a) of the order are not applicable to the company.   |
| (x) (b)   | According to the records of the company during the year the company has not made any preferential allotment or private placement of shares or fully, partially or optionally convertible debentures and hence provisions of clause (x) (b) of the order are not applicable to the company.                                      |
| (xi) (a)  | 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) (b)  | According to the records of the company during the year the auditors have not filed any report under sub-section (12) of section 143 of the Companies Act in form ADT-4 as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.  |
| (xi) (c)  | According to the records of the company and information and explanation given to us, no whistle blower complaints have been received by the company during the year.  |
| (xii)     | According to the records of the company and information and explanation given to us, the company is not a Nidhi Company 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)     | According to the information and explanations given to us, in our opinion the company has an internal audit system commensurate with the size and nature of its business.<br><br>The reports of internal auditors for the period under audit provided to the statutory auditors have been considered by the statutory auditors. |
| (xv)      | According to the records examined by us and information and explanations given to us, the company has not entered into any non cash transactions with directors or persons connected with them.   |
| (xvi) (a) | The company is registered under section 45-1A of the Reserve Bank of India Act, 1934 and obtained registration certificate.   |





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|           |   |
|-----------|---|
| (xvi) (b) | According to the records examined by us and information and explanations given to us, during the year, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (COR) from the Reserve Bank of India as per Reserve Bank of India Act, 1934  |
| (xvi)(c)  | The company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve bank of India. According to the records examined by us and information and explanations given to us it continues to fulfil the criteria of a CIC.  |
| (xvi) (d) | According to the records of the company and information and explanations given to us, the group has 11 CIC.   |
| (xvii)    | The company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.   |
| (xviii)   | According to the records of the company and information and explanations given to us, during the year there has been no resignation of the statutory auditors of the company and hence provisions of clause (xviii) of the order are not applicable to the company.   |
| (xix)     | On the basis of the financial ratio, ageing and expected date of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditors knowledge of the Board of Directors and management plans we are of the opinion that no material/ material uncertainty exists as on the date of audit report that the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due. |
| (xx)      | According to the records of the company and information and explanations given to us, during the year section 135 of the said Companies Act 2013 is not applicable to the company and hence provisions of clause (xx)(a) and (b) of the order are not applicable to the company.  |
| (xxi)     | There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditors' Report) order (CARO) reports of the companies included in the consolidated financial statements.  |

Place: New Delhi  
Date: 26/05/2022  
UDIN: 22085128AJQMBL6747



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, 2022 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 2022, 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".

Place: New Delhi  
Date: 26/05/2022  
UDIN: 22085128AJQMBL6747



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

**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, 2022**

| Particulars   | Note Nos. | (Amount in Rs.'000) |                  |
|---|-----------|---------------------|------------------|
|   |           | As at 31.03.2022    | As at 31.03.2021 |
| <b>ASSETS</b>   |           |                     |                  |
| <b>FINANCIAL ASSETS</b>                                   |           |                     |                  |
| 1 Cash and cash equivalents                               | 1         | 269                 | 189              |
| 2 Loans   | 2         | 27,500              | 27,500           |
| 3 Investments   | 3         | 364,155             | 330,686          |
| <b>NON FINANCIAL ASSETS</b>                               |           |                     |                  |
| 1 Inventories   | 4         | 3,010               | 2,400            |
| 2 Current Tax Assets                                      | 5         | 71                  | 26               |
| 3 Investment property                                     | 6         | 10,622              | 10,623           |
| 4 Other non financial assets                              | 7         | 521                 | 259              |
|   |           | <b>406,148</b>      | <b>371,682</b>   |
| <b>LIABILITIES AND EQUITY</b>                             |           |                     |                  |
| <b>NON FINANCIAL LIABILITIES</b>                          |           |                     |                  |
| 1 Current tax liabilities                                 | 8         | -                   | 16               |
| 2 Deferred tax liabilities (Net)                          | 9         | 50,488              | 46,259           |
| 3 Other non financial liabilities                         | 10        | 72                  | 35               |
| <b>Equity</b>   |           |                     |                  |
| 1 Equity Share Capital                                    | 11        | 1,711               | 1,711            |
| 2 Other Equity  | 12        | 353,878             | 323,660          |
|   |           | <b>406,148</b>      | <b>371,682</b>   |
| <b>Significant Accounting Policies</b>                    | 1         |                     |                  |
| <b>See Accompanying Notes to the Financial Statements</b> | 1-26      |                     |                  |

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 Jajware**  
Company Secretary  
PAN: ALJPJ3799F

**Pramod Kumar Sharma**  
Manager  
PAN:BCQPS2279L

**Jitendra Jain**  
Chief Financial Officer  
PAN: AAGPJ4172Q

*Raghav Mody*

**Raghavendra Anant Mody**

Director

DIN: 03158072

*Murari Lal Birmiwala*

**Murari Lal Birmiwala**

Director

DIN: 00642510

Place: New Delhi  
Date: 26th May, 2022

**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, 2022**

| Particulars  | Notes | (Amt.in Rs.'000)                              | (Amt.in Rs.'000)                           |
|--|-------|---|--|
|  |       | For the period<br>01.04.2021 to<br>31.03.2022 | For the period 01.04.2020<br>to 31.03.2021 |
| <b>Revenue from Operations</b>                       |       |   |  |
| Interest income                                      | 13    | 2,962   | 2,954                                      |
| Dividend income                                      |       | -   | -  |
| Sale of mutual funds                                 |       | -   | 2,328                                      |
| <b>I Total revenue from operations</b>               |       | <b>2,962</b>                                  | <b>5,282</b>                               |
| <b>Other Income</b>                                  | 14    |   |  |
| Liabilities Written Back                             |       | -   | 3  |
| Rent   |       | 4   | 4  |
| <b>II Total other income</b>                         |       | <b>4</b>                                      | <b>7</b>                                   |
| <b>III Total income (I+II)</b>                       |       | <b>2,966</b>                                  | <b>5,288</b>                               |
| <b>EXPENSES</b>                                      |       |   |  |
| Purchase of stock in trade                           |       | 610   | 4,700                                      |
| Changes in inventories of stock in trade             | 15    | (610)   | (2,400)                                    |
| Employee Benefits Expense                            | 16    | 1,033   | 928  |
| Depreciation   | 6     | 1   | 1  |
| Other Expenses                                       | 17    | 470   | 407  |
| <b>IV TOTAL EXPENSES</b>                             |       | <b>1,504</b>                                  | <b>3,635</b>                               |
| <b>V PROFIT BEFORE TAX (III-IV)</b>                  |       | <b>1,461</b>                                  | <b>1,653</b>                               |
| <b>VI TAX EXPENSE</b>                                |       |   |  |
| Current Tax  |       | 485   | 533  |
| I T Adjustment for earlier year tax                  |       | -   | 0  |
| <b>VII PROFIT AFTER TAX (V-VI)</b>                   |       | <b>977</b>                                    | <b>1,120</b>                               |
| <b>VIII OTHER COMPREHENSIVE INCOME</b>               |       |   |  |
| Items that will not be reclassified to profit & loss |       | 33,469  | 182,608                                    |
| Income tax relating to above                         |       | (4,229)                                       | (21,087)                                   |
|  |       | <b>29,241</b>                                 | <b>161,521</b>                             |
| <b>IX TOTAL COMPREHENSIVE INCOME (VII-VIII)</b>      |       | <b>30,217</b>                                 | <b>162,641</b>                             |
| <b>X EARNING PER SHARE</b>                           |       |   |  |
| Basic and dilutive                                   | 18    | 5.66  | 6.49                                       |
| Significant Accounting Policies                      | I     |   |  |
| See Accompanying Notes to the Financial Statements   | 1-26  |   |  |

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*

**Sanjiv Aggarwal**

Partner

Membership No.85128



*Raghavendra Anant Mody*

**Raghavendra Anant Mody**

Director

DIN: 03158072

*Murari Lal Birmiwala*

**Murari Lal Birmiwala**

Director

DIN: 00642510

*Shashi Raj Jajwre*

**Shashi Raj Jajwre**

Company Secretary

PAN: ALJPJ3799F

*Pramod Kumar Sharma*

**Pramod Kumar Sharma**

Manager

PAN:BCQPS2279L

*Jitendra Jain*

**Jitendra Jain**

Chief Financial Officer

PAN: AAGPJ4172Q

Place: New Delhi  
Date : 26.05.2022

**PRADYUMNA STEELS LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**

**(a) EQUITY SHARE CAPITAL**

| Current reporting period                                       | Changes in equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period |
|--|--|---|---|--|
| 1,711  | -  | 1,711   | -   | 1,711  |
| Previous reporting period                                      |  |   |   |  |
| Balance the beginning of the previous current reporting period | Changes in equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period |
| 1,711  | -  | 1,711   | -   | 1,711  |

(Amount in Rs. '000)

**(b) OTHER EQUITY**

| Particulars  | General Reserve | Reserves and surplus |                   | Items of other comprehensive Income* | Total Other Equity |
|--|-----------------|----------------------|-------------------|--------------------------------------|--------------------|
|  |                 | Reserve Fund         | Retained Earnings |                                      |                    |
| Balance as of 01.04.2020                           | 40,568          | 6,408                | 162               | 113,882                              | 161,020            |
| Addition during the period                         | -               | -                    | -                 | -                                    | -                  |
| Profit/Loss for the period                         | -               | -                    | 1,120             | -                                    | 1,120              |
| Appropriations from Retained Earnings for the year | 275             | 224                  | (498)             | -                                    | -                  |
| Other comprehensive income                         | -               | -                    | -                 | 161,521                              | 161,521            |
| Transfer to reserves                               | -               | -                    | -                 | -                                    | -                  |
| <b>Balance as of 31.03.2021</b>                    | <b>40,842</b>   | <b>6,632</b>         | <b>783</b>        | <b>275,403</b>                       | <b>323,660</b>     |
| Balance as of 01.04.2021                           | 40,842          | 6,632                | 783               | 275,403                              | 323,660            |
| Addition during the period                         | -               | -                    | -                 | -                                    | -                  |
| Profit/Loss for the period                         | -               | -                    | 977               | -                                    | 977                |
| Appropriations from Retained Earnings for the year | 881             | 195                  | (1,076)           | -                                    | -                  |
| Other comprehensive income                         | -               | -                    | -                 | 29,241                               | 29,241             |
| Transfer to reserves                               | -               | -                    | -                 | -                                    | -                  |
| <b>Balance as of 31.03.2022</b>                    | <b>41,723</b>   | <b>6,827</b>         | <b>684</b>        | <b>304,644</b>                       | <b>353,878</b>     |

\*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.

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. 802166E  
*Sanjay Aggarwal*  
Partner  
Membership No. 85128



Place: New Delhi  
Date: 26th May, 2022

*Shashi Raj Jaiwara*  
Company Secretary  
PAN: ALJPJ3799FE

*Pramod Kumar Sharma*  
Manager  
PAN: BCQPS2279L

*Jitendra Jain*  
Chief Financial  
PAN: AAGPJ4172Q

*Pragya Medy*  
Rajivendra Anand  
Director  
DIN: 03158072

*Murari Lal Birniwala*  
Director  
DIN: 00642510

**PRADYUMNA STEELS LIMITED**

CIN : L27109DL1972PLC319974

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

(Amount in Rs.'000)

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2022**

|   | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to 31.03.2021 |
|---|---|--|
|   | (Rs.)   | (Rs.)                                      |
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>                 |   |  |
| Net Profit before tax   | 1,461   | 1,653                                      |
| <b>Adjustments for :</b>  |   |  |
| Depreciation  | 1   | 1  |
| Dividend received   | -   | -  |
| Operating profit before Working Capital changes                 | 1,462   | 1,654                                      |
| <b>Adjustments for increase/(decrease in operating assets):</b> |   |  |
| Inventories   | (610)   | (2,400)                                    |
| Other non financial assets                                      | (262)   | (223)                                      |
| Other non financial liabilities                                 | 37  | (17)                                       |
| Cash generated from operations                                  | 627   | (986)                                      |
| Direct taxes paid   | (547)   | (526)                                      |
| <b>NET CASH FROM OPERATING ACTIVITIES</b>                       | <b>80</b>                                     | <b>(1,512)</b>                             |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES :</b>                 |   |  |
| Purchase of Investment in Shares                                | -   | -  |
| Sale of Investment in Shares                                    | -   | -  |
| Dividend received   | -   | -  |
| <b>NET CASH USED IN INVESTING ACTIVITIES</b>                    | <b>-</b>                                      | <b>-</b>                                   |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                   |   |  |
| Disbursement of Borrowings                                      | -   | (17,500)                                   |
| <b>NET CASH USED IN FINANCING ACTIVITIES</b>                    | <b>-</b>                                      | <b>(17,500)</b>                            |
| <b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>        | <b>80</b>                                     | <b>(19,012)</b>                            |
| CASH AND CASH EQUIVALENTS (Opening Balance)                     | 189   | 19,201                                     |
| CASH AND CASH EQUIVALENTS (Closing Balance)                     | 269   | 189  |

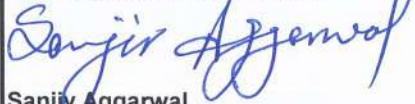
As per our report of even date annexed

For and on behalf of the Board of Directors

**For B K Shroff & Co.**

Chartered Accountants

Firm Registration No.302166E

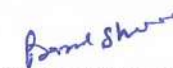

**Sanjiv Aggarwal**

Partner

Membership No.85128




Shashi Raj Jajware  
Company Secretary  
PAN: ALJPJ3799F




Pramod Kumar Sharma  
Manager  
PAN:BCQPS2279L



Raghavendra Anant Mody

Director

DIN: 03158072



Mujrari Lal Birmiwala

Director

DIN: 00642510



Jitendra Jain

Chief Financial Officer

PAN: AAGPJ4172Q

Place: New Delhi

Date: 26.05.2022

**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 2022, 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 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 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.

## **2.8 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**

**1 CASH & CASH EQUIVALENTS**

| Particulars                             | (Amount in Rs.'000) |                  |
|---|---------------------|------------------|
|   | As at 31.03.2022    | As at 31.03.2021 |
| Cash in hand                            | 2                   | 0                |
| Balances with banks in current accounts | 266                 | 188              |
| <b>Total</b>                            | <b>269</b>          | <b>189</b>       |

**2 LOANS**

(Unsecured-considered good)

| Particulars                                   | (Amount in Rs.'000) |                  |
|---|---------------------|------------------|
|   | As at 31.03.2022    | As at 31.03.2021 |
| Loan to related party and repayable on demand | 27,500              | 27,500           |
| <b>Total</b>                                  | <b>27,500</b>       | <b>27,500</b>    |

**3 INVESTMENTS**

| Particulars   | No. of Shares    |                  | Face Value | (Amount in Rs.'000) |                  |
|---|------------------|------------------|------------|---------------------|------------------|
|   | As at 31.03.2022 | As at 31.03.2021 |            | As at 31.03.2022    | As at 31.03.2021 |
| <b>Investment in equity instruments measured at fair value through other comprehensive income</b> |                  |                  |            |                     |                  |
| (i) Quoted  |                  |                  |            |                     |                  |
| Bharat Heavy Electricals Limited  | 6,000            | 6,000            | 2          | 296                 | 293              |
| Hindusthan Urban Infrastructure Limited   | 70,000           | 70,000           | 10         | 247,030             | 217,200          |
| Hotel Leela Limited   | 41,000           | 41,000           | 2          | 377                 | 235              |
|   |                  |                  |            | <b>247,703</b>      | <b>217,727</b>   |
| (ii) Unquoted   |                  |                  |            |                     |                  |
| Bengal Carbon Company Limited   | 12,470           | 12,470           | 10         | 176                 | 170              |
| Hindusthan M I Swaco Limited  | 20,172           | 20,172           | 10         | -                   | -                |
| Intercontinental Trading & Investments Co. Limited  | 10,000           | 10,000           | 10         | 4,969               | 4,917            |
| Hindusthan Consultancy & Services Limited   | 300              | 300              | 10         | 1,996               | 1,926            |
| Orient Bonds & Stock Limited  | 14,650           | 14,650           | 10         | 17,468              | 16,972           |
| Hindusthan Engineering & Industries Ltd.  | 125,884          | 125,884          | 10         | 91,844              | 88,974           |
|   |                  |                  |            | 116,452             | 112,959          |
| <b>Total</b>  |                  |                  |            | <b>364,155</b>      | <b>330,686</b>   |
| <b>AGGREGATE VALUE OF INVESTMENTS</b>   |                  |                  |            |                     |                  |
| Quoted  |                  |                  |            | 247,703             | 217,727          |
| Unquoted  |                  |                  |            | 116,452             | 112,959          |
|   |                  |                  |            | <b>364,155</b>      | <b>330,686</b>   |

Note : Due to non availability of fair valuation report and audited figures of unquoted equity investemnt for the year ended 31.03.2022 , fair value of unquoted investment has been determined based on net assets of these companies as at March 31, 2021.



**PRADYUMNA STEELS LIMITED**

**4 INVENTORIES**

(As taken, valued and certified by the management)

| Particulars   | (Amount in Rs.'000) |                  |
|---|---------------------|------------------|
|   | As at 31.03.2022    | As at 31.03.2021 |
| Stock in trade (at lower of cost or net realisable value) | 3,010               | 2,400            |
| <b>Total</b>  | <b>3,010</b>        | <b>2,400</b>     |

**5 CURRENT TAX ASSETS**

(Unsecured-considered good)

| Particulars                            | (Amount in Rs.'000) |                  |
|--|---------------------|------------------|
|  | As at 31.03.2022    | As at 31.03.2021 |
| Advance Income Tax (Net of provisions) | 41                  | -                |
| I T Refundable                         | 30                  | 26               |
| <b>Total</b>                           | <b>71</b>           | <b>26</b>        |

**6 INVESTMENT PROPERTY**

| Particulars                                | (Amount in Rs.'000) |          |        |
|--|---------------------|----------|--------|
|  | Land                | Building | Total  |
| Gross carrying amount as on 01.04.2020     | 10,575              | 50       | 10,625 |
| Additions during the year                  | -                   | -        | -      |
| Deletions during the year                  | -                   | -        | -      |
| Gross carrying amount as on 31.03.2021     | 10,575              | 50       | 10,625 |
| Additions during the year                  | -                   | -        | -      |
| Deletions during the year                  | -                   | -        | -      |
| Gross carrying amount as on 31.03.2022     | 10,575              | 50       | 10,625 |
| Accumulated depreciations as on 01.04.2020 | -                   | -        | -      |
| Additions during the year                  | -                   | 1        | 1      |
| Deletions during the year                  | -                   | -        | -      |
| Accumulated depreciation as on 31.03.2021  | -                   | 1        | 1      |
| Accumulated depreciations as on 01.04.2020 | -                   | 2        | 2      |
| Additions during the year                  | -                   | 1        | 1      |
| Deletions during the year                  | -                   | -        | -      |
| Accumulated depreciation as on 31.03.2022  | -                   | 3        | 3      |
| Net carrying amount as on 31.03.2021       | 10,575              | 48       | 10,623 |
| Net carrying amount as on 31.03.2022       | 10,575              | 47       | 10,622 |

**7 OTHER CURRENT ASSETS**

(Unsecured-considered good)

(Amount in Rs.'000)

| Particulars  | As at 31.03.2022 | As at 31.03.2021 |
|--------------|------------------|------------------|
| Others       | 521              | 259              |
| <b>Total</b> | <b>521</b>       | <b>259</b>       |



**PRADYUMNA STEELS LIMITED**

**8 CURRENT TAX LIABILITIES**

| Particulars                    | (Amount in Rs.'000) |                  |
|--------------------------------|---------------------|------------------|
|                                | As at 31.03.2022    | As at 31.03.2021 |
| Provision for income tax (net) | -                   | 16               |
| <b>Total</b>                   | <b>-</b>            | <b>16</b>        |

**9 DEFERRED TAX LIABILITIES (NET)**

| Particulars   | (Amount in Rs.'000) |                  |
|---|---------------------|------------------|
|   | As at 31.03.2022    | As at 31.03.2021 |
| Arising on difference for carrying investment at fair value through OCI | 50,488              | 46,259           |
| <b>Total</b>  | <b>50,488</b>       | <b>46,259</b>    |

**10 OTHER NON FINANCIAL LIABILITIES**

| Particulars             | (Amount in Rs.'000) |                  |
|-------------------------|---------------------|------------------|
|                         | As at 31.03.2022    | As at 31.03.2021 |
| Expenses payable        | 42                  | 28               |
| Statutory dues payables | 29                  | 7                |
| <b>Total</b>            | <b>72</b>           | <b>35</b>        |

There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as on 31.03.2022.



**PRADYUMNA STEELS LIMITED**

**11 EQUITY SHARE CAPITAL**

**(a) Authorised**

| Particulars                         | No. of Shares    |                  | (Amount in Rs.'000) |                  |
|-------------------------------------|------------------|------------------|---------------------|------------------|
|                                     | As at 31.03.2022 | As at 31.03.2021 | As at 31.03.2022    | As at 31.03.2021 |
| <b>Equity Shares of Rs. 10 each</b> |                  |                  |                     |                  |
| At the beginning of the period      | 500,000          | 500,000          | 5,000               | 5,000            |
| Add: Additions during the period    | -                | -                | -                   | -                |
| Less: Reduction during the period   | -                | -                | -                   | -                |
| At the end of the period            | <b>500,000</b>   | <b>500,000</b>   | <b>5,000</b>        | <b>5,000</b>     |

**(b) Issued and Subscribed**

| Particulars                         | No. of Shares    |                  | (Amount in Rs.'000) |                  |
|-------------------------------------|------------------|------------------|---------------------|------------------|
|                                     | As at 31.03.2022 | As at 31.03.2021 | As at 31.03.2022    | As at 31.03.2021 |
| <b>Equity Shares of Rs. 10 each</b> |                  |                  |                     |                  |
| At the beginning of the period      | 172,500          | 172,500          | 1,725               | 1,725            |
| Add: Additions during the period    | -                | -                | -                   | -                |
| Less: Reduction during the period   | -                | -                | -                   | -                |
| At the end of the period            | <b>172,500</b>   | <b>172,500</b>   | <b>1,725</b>        | <b>1,725</b>     |

**(c) Paid up**

| Particulars                         | No. of Shares    |                  | (Amount in Rs.'000) |                  |
|-------------------------------------|------------------|------------------|---------------------|------------------|
|                                     | As at 31.03.2022 | As at 31.03.2021 | As at 31.03.2022    | As at 31.03.2021 |
| <b>Equity Shares of Rs. 10 each</b> |                  |                  |                     |                  |
| At the beginning of the period      | 172,500          | 172,500          | 1,725               | 1,725            |
| Less: Calls in arrear               | -                | -                | 14                  | 14               |
| At the end of the period            | <b>172,500</b>   | <b>172,500</b>   | <b>1,711</b>        | <b>1,711</b>     |

**Reconciliation of Equity share capital**

| Particulars                         | No. of Shares    |                  | (Amount in Rs.'000) |                  |
|-------------------------------------|------------------|------------------|---------------------|------------------|
|                                     | As at 31.03.2022 | As at 31.03.2021 | As at 31.03.2022    | As at 31.03.2021 |
| <b>Equity Shares of Rs. 10 each</b> |                  |                  |                     |                  |
| At the beginning of the period      | 172,500          | 172,500          | 1,711               | 1,711            |
| Add: Additions during the period    | -                | -                | -                   | -                |
| Less: Reduction during the period   | -                | -                | -                   | -                |
| At the end of the period            | <b>172,500</b>   | <b>172,500</b>   | <b>1,711</b>        | <b>1,711</b>     |

**List of shareholders more than 5% of the equity capital of the company**

| Name of the Shareholder                         | No. of Shares    |                  | Percentage       |                  |
|---|------------------|------------------|------------------|------------------|
|   | As at 31.03.2022 | As at 31.03.2021 | As at 31.03.2022 | As at 31.03.2021 |
| 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           | 22,250           | 12.90            | 12.90            |
| 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: The company has one class of equity shares having a par value of `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. 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.



Disclosure of shareholding of promoters as at March 31, 2022 is as follows:

| Name of Promoter                       | No. of shares    |                  | Percentage       |                  | Change during the year |
|--|------------------|------------------|------------------|------------------|------------------------|
|  | As at 31.03.2022 | As at 31.03.2021 | As at 31.03.2022 | As at 31.03.2021 |                        |
| SYT RAJENDRA PRASAD MODY               | 13,000           | 13,000           | 7.54             | 7.54             |                        |
| SMT PREMLATA DEVI MODY                 | 100              | 100              | 0.06             | 0.06             |                        |
| SRI VIKRAM ADITYA MODY                 | 800              | 800              | 0.46             | 0.46             |                        |
| SMT SANCHITA MODY                      | 100              | 100              | 0.06             | 0.06             |                        |
| SRI RAGHAVENDRA ANANT MODY             | 1,100            | 1,100            | 0.64             | 0.64             |                        |
| M/S R P MODY & SONS                    | 2,100            | 2,100            | 1.22             | 1.22             |                        |
| MODY INVESTMENTS & MFG CO PVT LTD      | 41,400           | 41,400           | 24.00            | 24.00            |                        |
| HINDUSTHAN CONSULTANCY & SERVICES LTD  | 22,250           | 22,250           | 12.90            | 12.90            |                        |
| INTERCONTINENTAL TRADING & INV. CO LTD | 17,250           | 17,250           | 10.00            | 10.00            |                        |
| PARAMOUNT ENTERPRISES LTD              | 8,600            | 8,600            | 4.99             | 4.99             |                        |
| ORIENT BONDS STOCKS LTD                | 17,250           | 17,250           | 10.00            | 10.00            |                        |

Disclosure of shareholding of promoters as at March 31, 2021 is as follows:

| Name of Promoter                       | No. of shares    |                  | Percentage       |                  | Change during the year |
|--|------------------|------------------|------------------|------------------|------------------------|
|  | As at 31.03.2021 | As at 31.03.2020 | As at 31.03.2021 | As at 31.03.2020 |                        |
| SYT RAJENDRA PRASAD MODY               | 13,000           | 13,000           | 7.54             | 7.54             |                        |
| SMT PREMLATA DEVI MODY                 | 100              | 100              | 0.06             | 0.06             |                        |
| SRI VIKRAM ADITYA MODY                 | 800              | 800              | 0.46             | 0.46             |                        |
| SMT SANCHITA MODY                      | 100              | 100              | 0.06             | 0.06             |                        |
| SRI RAGHAVENDRA ANANT MODY             | 1,100            | 1,100            | 0.64             | 0.64             |                        |
| M/S R P MODY & SONS                    | 2,100            | 2,100            | 1.22             | 1.22             |                        |
| MODY INVESTMENTS & MFG CO PVT LTD      | 41,400           | 41,400           | 24.00            | 24.00            |                        |
| HINDUSTHAN CONSULTANCY & SERVICES LTD  | 22,250           | 22,250           | 12.90            | 12.90            |                        |
| INTERCONTINENTAL TRADING & INV. CO LTD | 17,250           | 17,250           | 10.00            | 10.00            |                        |
| PARAMOUNT ENTERPRISES LTD              | 8,600            | 8,600            | 4.99             | 4.99             |                        |
| ORIENT BONDS STOCKS LTD                | 17,250           | 17,250           | 10.00            | 10.00            |                        |

## 12 OTHER EQUITY

(Amount in Rs '000)

| Particulars  | Reserves and surplus |              |                   | Items of other comprehensive income* | Total Other Equity |
|--|----------------------|--------------|-------------------|--------------------------------------|--------------------|
|  | General Reserve      | Reserve Fund | Retained Earnings | Other items of OCI                   |                    |
| Balance as of 01.04.2020                           | 40,568               | 6,408        | 162               | 113,882                              | 161,020            |
| Addition during the period                         | -                    | -            | -                 | -                                    | -                  |
| Profit/Loss for the period                         | -                    | -            | 1,120             | -                                    | 1,120              |
| Appropriations from Retained Earnings for the year | 275                  | 224          | (498)             | -                                    | -                  |
| Other comprehensive income                         | -                    | -            | -                 | 161,521                              | 161,521            |
| Transfer to reserves                               | -                    | -            | -                 | -                                    | -                  |
| <b>Balance as of 31.03.2021</b>                    | <b>40,842</b>        | <b>6,632</b> | <b>783</b>        | <b>275,403</b>                       | <b>323,660</b>     |
| Balance as of 01.04.2021                           | 40,842               | 6,632        | 783               | 275,403                              | 323,660            |
| Addition during the period                         | -                    | -            | -                 | -                                    | -                  |
| Profit/Loss for the period                         | -                    | -            | 977               | -                                    | 977                |
| Appropriations from Retained Earnings for the year | 881                  | 195          | (1,076)           | -                                    | -                  |
| Other comprehensive income                         | -                    | -            | -                 | 29,241                               | 29,241             |
| Transfer to reserves                               | -                    | -            | -                 | -                                    | -                  |
| <b>Balance as of 31.03.2022</b>                    | <b>41,723</b>        | <b>6,827</b> | <b>684</b>        | <b>304,644</b>                       | <b>353,878</b>     |

\*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      | (Amt. in Rs.'000)                             |   |
|------------------|---|---|
|                  | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Interest on loan | 2,962   | 2,954   |
| <b>Total</b>     | <b>2,962</b>                                  | <b>2,954</b>                                  |

**14 OTHER INCOME**

| Particulars              | (Amt. in Rs.'000)                             |   |
|--------------------------|---|---|
|                          | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Liabilities Written Back | -   | 3   |
| Rent                     | 4   | 4   |
| <b>Total</b>             | <b>4</b>                                      | <b>7</b>                                      |

**15 CHANGES IN INVENTORIES**

| Particulars   | (Amt. in Rs.'000)                             |   |
|---------------|---|---|
|               | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Opening stock | 2,400   | -   |
| Closing stock | 3,010   | 2,400   |
| <b>Total</b>  | <b>(610)</b>                                  | <b>2,400</b>                                  |

**16 EMPLOYEE BENEFITS EXPENSE**

| Particulars            | (Amt. in Rs.'000)                             |   |
|------------------------|---|---|
|                        | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Salaries & Wages       | 1,033   | 927   |
| Staff Welfare Expenses | -   | 1   |
| <b>Total</b>           | <b>1,033</b>                                  | <b>928</b>                                    |

**17 OTHER EXPENSES**

| Particulars                 | (Amt. in Rs.'000)                             |   |
|-----------------------------|---|---|
|                             | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Rent, Rates & Taxes         | 146   | 146   |
| Advertisement and publicity | 43  | 31  |
| Director's fee              | 90  | 65  |
| Fees & Subscription         | 54  | 47  |
| Professional Charges        | 59  | 42  |
| Miscellaneous Expenses*     | 79  | 76  |
| <b>Total</b>                | <b>470</b>                                    | <b>407</b>                                    |

\*Includes Auditors' remuneration :

|                 |           |           |
|-----------------|-----------|-----------|
| - for Audit Fee | 43        | 38        |
| - for others    | 19        | 22        |
| <b>Total</b>    | <b>63</b> | <b>61</b> |

**18 EARNING PER SHARE (EPS)**

| Particulars  | (Amt. in Rs.'000)                             |   |
|--|---|---|
|  | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| <b>Basic and Diluted Earnings Per Share</b>                    |   |   |
| Profit/(Loss) after tax as per profit & loss account (Rs.) (A) | 977   | 1,120   |
| No. of equity shares (B)                                       | 172,500                                       | 172,500                                       |
| Basic and Diluted Earning Per Share (Rs.) (A/B)                | 5.66  | 6.49  |



**PRADYUMNA STEELS LIMITED**

- 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)   | <b>Parties which control the company</b> |   |
| (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)  | <b>Directors of the company</b>          |   |
| 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)    | Shri Murari Lal Birmiwala                | Director  |
| (iii) | <b>Key Managerial Personnel</b>          |   |
|       | Mr.Shashi Raj Jajware                    | Company Secretary   |
|       | Mr.Jitendra Jain                         | CFO   |
|       | Mr.Rameshwar Lal Vyas                    | Manager (Resigned on 12.11.2021)  |
|       | Mr.Pramod Sharma                         | Manager (Appointed on 13.11.2021 )  |
| (iv)  | <b>Other Related party</b>               |   |
|       | Promain Limited                          | Related Parties in broader sense of the term and are included for making the financial statements more transparent. |
|       | 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                 | -        | -   | 90        | -                     | -     |
|                              | (-)      | (-) | (65)      | (-)                   | (-)   |
| Salary                       | -        | -   | -         | -                     | 1,033 |
|                              | (-)      | (-) | (-)       | -                     | (927) |
| Loan Given                   | -        | -   | -         | 15,000                | -     |
|                              | (-)      | (-) | (-)       | (40,000)              | (-)   |
| Loan Received back           | (-)      | (-) | (-)       | 15,000                | -     |
|                              | -        | -   | -         | (22,500)              | (-)   |
| Interest Received            | -        | -   | -         | 2,961                 | -     |
|                              | (-)      | (-) | (-)       | (2,954)               | -     |
| Interest Receivable          | -        | -   | -         | 215                   | -     |
|                              | (-)      | (-) | (-)       | (253)                 | (-)   |
| Ousting balances at year end | -        | -   | -         | 27,500                | -     |
|                              | (-)      | (-) | (-)       | (27,500)              | (-)   |

Figures in bracket indicates previous year figures





## PRADYUMNA STEELS LIMITED

- 23 **Additional Regulatory Information**
- i) Title Deeds of all Immovable properties are held in the name of the company.
  - ii) During the year the company has not revalued its Investment property.
  - iii) During the year the company does not have any property, plant and Equipment (including right -of-Use Assets) except Investment Property which has not been re valued
  - iv) During the year the company does not have any intangible assets
  - v) During the year the company has granted Loans to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are:
    - a. repayable on demand

| Type of borrower                     | Current Year               |                               | Previous Year              |                               |
|--------------------------------------|----------------------------|-------------------------------|----------------------------|-------------------------------|
|                                      | Amount of loan outstanding | Percentage to the total loans | Amount of loan outstanding | Percentage to the total loans |
| Hindusthan Urban Infrastructure Ltd. | 275                        | 100%                          | 125                        | 45.45%                        |
| Hindusthan Speciality Chemicals Ltd. | -                          | -                             | 150                        | 54.55%                        |

- vi) The company does not have any asset under Capital work in progress (CWIP).
- vii) The company does not have any Intangible assets under development.
- viii) No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ix) The company does not have any borrowings from banks or financial institution.
- x) The company is not declared wilful defaulter by any bank or financial Institution or other lender.
- xi) The company has not entered into any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- xii) No charges or satisfaction yet to be registered with ROC beyond the statutory period.
- xiii) The company has complied with the number of layers prescribed under clause (87) of section 2 of the act read with companies (Restriction on number of layers) rule 2017.

| S.No. | Particulars                                 | Numerator                        | Denominator                | Current Year | Previous Year | % Variance | Reason for Variance |
|-------|---|----------------------------------|----------------------------|--------------|---------------|------------|---------------------|
| 1     | Capital to risk weighted asset ratio (CRAR) | Tier I capital + Tier II capital | Risk weighted assets       | 0.16         | 0.17          | -6.49      |                     |
| 2     | Tier I CRAR                                 | Audited capital                  | Risk weighted assets       | 0.16         | 0.17          | -6.49      |                     |
| 3     | Tier II CRAR                                | Unaudited capital                | Risk weighted assets       | -            | -             | -          |                     |
| 4     | Liquidity Coverage Ratio                    | High quality liquid assets       | Total net cash flow amount | 148.11       | 116.93        | 26.67      | Note no.1           |

Note 1:- Due to increase in Market value of investments

- xv) During the year any Scheme of Arrangements has not been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- xvi) Utilisation of Borrowed funds and share premium:-
  - A) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall
    - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
    - (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
  - (B) The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall



(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or in the tax assessments under the Income Tax Act, 1961

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

xvii) The company is not covered under section 135 of the companies act, 2013. Therefore disclosure pertains to corporate social responsibility(CSR) is not applicable to the company.

xviii) The company does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

xix) The company has not traded or invested in Crypto currency or Virtual Currency during the financial year

24 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 : |  |   |  |                    |                |
| (l)                | 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 | - | - |
|------|--|---|---|

ASSET SIDE

| (iii) | Break-up of Loans and Advances including bills receivables [Other than those included] : | Amount outstanding (Amt. in Rs.'000) |
|-------|--|--------------------------------------|
| (a)   | Secured  | -                                    |
| (b)   | Unsecured  | 27,500                               |

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



**PRADYUMNA STEELS LIMITED**

| (v) Break-up of Investments : |                             | (Amt.in<br>Rs.'000) |
|-------------------------------|-----------------------------|---------------------|
| 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 247,703 |
|    |                              | (b) Preference -   |
|    | (ii) Debentures and Bonds    | -                  |
|    | (iii) Units of mutual funds  | -                  |
|    | (iv) Government Securities   | -                  |
|    | (v) Others (please specify)  | -                  |
| 2) | Unquoted :                   |                    |
|    | (I) Shares:                  |                    |
|    |                              | (a) Equity 116,452 |
|    |                              | (b) Preference -   |
|    | (ii) Debentures and Bonds    | -                  |
|    | (iii) Units of mutual funds  | -                  |
|    | (iv) Government Securities   | -                  |
|    | (v) Others – Land & Building | 10,622             |

(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) :

(Amt in Rs '000)

| Category                        | Market Value/Break up of fair Value or NAV | Book Value (Net of provisions) |
|---------------------------------|--|--------------------------------|
| 1 Related Parties               |  |                                |
| (a) Subsidiaries                | -  | -                              |
| (b) Associates                  | 176  | 125                            |
| (c) Companies in the same group | 24,432                                     | 118                            |
| (d) Other related parties       | 338,874                                    | 4,735                          |
| 2 Other than related parties    | 673  | 4,046                          |

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

25 The fair value of Investment property under schedule 6 of the financial statements is Rs 31,53,16,302 as on 31.03.2022. Fair value is based on a valuation done by a chartered Accountant (Mr.Ravinder Kumar) proprietor at Ravinder K. Choudhary & Co, Chartered Accountants, New Delhi as per his certificate dated 4th May, 2022 having UDIN no.22092684IVQLT2878.

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

*Sanjiv Aggarwal*  
Sanjiv Aggarwal  
Partner  
Membership No.85128

For and on behalf of the Board of Directors

*Raghav Mody*  
Raghavendra Anant Mody  
Director  
DIN: 03158072

*Murari Lal Birmiwala*  
Murari Lal Birmiwala  
Director  
DIN: 00642510

Place: New Delhi  
Date : 26.05.2022

*Shashi Raj Jajware*  
Shashi Raj Jajware  
Company Secretary  
PAN: ALJPJ3799F

*Pramod Kumar Sharma*  
Pramod Kumar Sharma  
Manager  
PAN:BCQPS2279L

*Jitendra Jain*  
Jitendra Jain  
Chief Financial Officer  
PAN: AAGPJ4172Q



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.



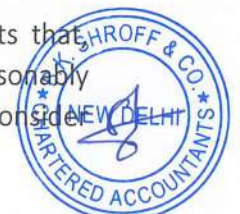
### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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's so 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.

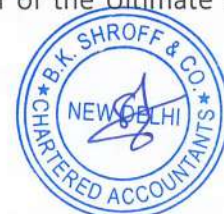
Chartered Accountants

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

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23270362, 42831400

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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:
- i. The Group has no pending litigations which may impact financial position in its financial statements.
  - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.
  - iv. (a) The management of the Holding Company has represented that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries - Refer Note No 23(xii)(a) to the financial statements;



# B. K. SHROFF & CO.

Chartered Accountants

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23270362, 42831400

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

- (b) The management of the Holding Company has represented, that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Group from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries - Refer Note No. 23(xiii) to the financial statements; and
- (c) Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- (i) With respect to the matters specified in paragraph 3(xxi) and 4 of the Companies (Auditors' Report) Order, 2020 issued by the Central Government in terms of section 143(11) of the Companies Act, 2013 to be included in the Auditors' Report, we report that there are no qualifications or adverse remarks by the respective auditors in the Companies (Auditors' Report) order (CARO) reports of the companies included in the consolidated financial statements provided to us.

Place: New Delhi  
Date: 26/05/2022  
UDIN: 22085128AJQMII4244



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

*Sanjiv Aggarwal*  
(SANJIV AGGARWALI)

Partner  
Membership No.: 085128

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, 2022 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 2022, 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".

Place: New Delhi  
Date: 26/05/2022  
UDIN: 22085128AJQMII4244



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

*Sanjiv Aggarwal*  
(SANJIV AGGARWALI)

Partner  
Membership No.: 085128

**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, 2022**

| Particulars  | Note Nos. | (Amount in Rs.'000) |                  |
|--|-----------|---------------------|------------------|
|  |           | As at 31.03.2022    | As at 31.03.2021 |
| <b>ASSETS</b>                                      |           |                     |                  |
| <b>FINANCIAL ASSETS</b>                            |           |                     |                  |
| 1 Cash and cash equivalents                        | 1         | 269                 | 189              |
| 2 Loans  | 2         | 27,500              | 27,500           |
| 3 Investments                                      | 3         | 364,209             | 330,738          |
| <b>NON FINANCIAL ASSETS</b>                        |           |                     |                  |
| 1 Inventories                                      | 4         | 3,010               | 2,400            |
| 2 Current Tax Assets                               | 5         | 71                  | 26               |
| 3 Investment property                              | 6         | 10,622              | 10,623           |
| 4 Other non financial assets                       | 7         | 521                 | 259              |
|  |           | <b>406,202</b>      | <b>371,734</b>   |
| <b>LIABILITIES AND EQUITY</b>                      |           |                     |                  |
| <b>NON FINANCIAL LIABILITIES</b>                   |           |                     |                  |
| 1 Current tax liabilities                          | 8         | -                   | 16               |
| 2 Deferred tax liabilities (Net)                   | 9         | 50,488              | 46,259           |
| 3 Other non financial liabilities                  | 10        | 72                  | 35               |
| <b>Equity</b>                                      |           |                     |                  |
| 1 Equity Share Capital                             | 11        | 1,711               | 1,711            |
| 2 Other Equity                                     | 12        | 353,932             | 323,712          |
|  |           | <b>406,202</b>      | <b>371,734</b>   |
| Significant Accounting Policies                    | 1         |                     |                  |
| See Accompanying Notes to the Financial Statements | 1-27      |                     |                  |

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 Jajwre*  
Shashi Raj Jajwre  
Company Secretary  
PAN: ALJPJ3799F

*Pramod Kumar Sharma*  
Pramod Kumar Sharma  
Manager  
PAN:BCQPS2279L

For and on behalf of the Board of Directors

*Raghav Mody*

Raghavendra Anant Mody  
Director  
DIN: 03158072

*Murari Lal Birmiwala*  
Murari Lal Birmiwala  
Director  
DIN: 00642510

*Jitendra Jain*  
Jitendra Jain  
Chief Financial Officer  
PAN: AAGPJ4172Q

Place: New Delhi  
Date: 26th May, 2022

**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, 2022**

| Particulars  | Notes | (Amt. in Rs.'000)                             | (Amt. in Rs.'000)                          |
|--|-------|---|--|
|  |       | For the period<br>01.04.2021 to<br>31.03.2022 | For the period 01.04.2020<br>to 31.03.2021 |
| <b>Revenue from Operations</b>                       |       |   |  |
| Interest income                                      | 13    | 2,962   | 2,954                                      |
| Sale of mutual funds                                 |       | -   | 2,328                                      |
| <b>Total revenue from operations</b>                 |       | <b>2,962</b>                                  | <b>5,282</b>                               |
| <b>Other Income</b>                                  | 14    |   |  |
| Liabilities Written Back                             |       | -   | 3  |
| Rent   |       | 4   | 4  |
| <b>Total other income</b>                            |       | <b>4</b>                                      | <b>7</b>                                   |
| <b>Total income</b>                                  |       | <b>2,966</b>                                  | <b>5,288</b>                               |
| <b>EXPENSES</b>                                      |       |   |  |
| Purchase of stock in trade                           |       | 610   | 4,700                                      |
| Changes in inventories of stock in trade             | 15    | (610)   | (2,400)                                    |
| Employee Benefits Expense                            | 16    | 1,033   | 928  |
| Depreciation   | 6     | 1   | 1  |
| Other Expenses                                       | 17    | 470   | 407  |
| <b>TOTAL EXPENSES</b>                                |       | <b>1,504</b>                                  | <b>3,635</b>                               |
| Profit/loss from Associate                           |       |   |  |
| Add : Share of Profit in Associates                  |       | 2   | 7  |
| <b>PROFIT BEFORE TAX</b>                             |       | <b>1,463</b>                                  | <b>1,660</b>                               |
| <b>TAX EXPENSE</b>                                   |       |   |  |
| Current Tax  |       | 485   | 533  |
| I T Adjustment for earlier year tax                  |       | -   | 0  |
| <b>PROFIT AFTER TAX</b>                              |       | <b>979</b>                                    | <b>1,127</b>                               |
| <b>OTHER COMPREHENSIVE INCOME</b>                    |       |   |  |
| Items that will not be reclassified to profit & loss |       | 33,469  | 182,608                                    |
| Income tax relating to above                         |       | (4,229)                                       | (21,087)                                   |
|  |       | <b>29,241</b>                                 | <b>161,521</b>                             |
| <b>TOTAL COMPREHENSIVE INCOME</b>                    |       | <b>30,220</b>                                 | <b>162,647</b>                             |
| <b>EARNING PER SHARE</b>                             |       |   |  |
| Basic and dilutive                                   | 18    | 5.67  | 6.53                                       |
| Significant Accounting Policies                      | I     |   |  |
| See Accompanying Notes to the Financial Statements   | 1-27  |   |  |

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*  
**Sanjiv Aggarwal**  
 Partner

Membership No.85128



*Shashi Raj Jajware*

Shashi Raj Jajware  
 Company Secretary  
 PAN: ALJPJ3799F

*Pramod Kumar Sharma*

Pramod Kumar Sharma  
 Manager  
 PAN:BCQPS2279L

*Raghavendra Anant Mody*

Raghavendra Anant Mody  
 Director  
 DIN: 03158072

*Murari Lal Birmiwala*  
 Murari Lal Birmiwala  
 Director  
 DIN: 00642510

Jitendra Jain  
 Chief Financial Officer  
 PAN: AAGPJ4172Q

Place: New Delhi  
 Date : 26th May, 2022

**PRADYUMNA STEELS LIMITED**

CIN : L27109DL1972PLC319974

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

(Amount in Rs.'000)

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2022**

|   | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
|---|---|---|
| <b>A CASH FLOW FROM OPERATING ACTIVITIES :</b>                  |   |   |
| Net Profit before tax   | 1,463   | 1,660   |
| <b>Adjustments for :</b>  |   |   |
| Depreciation  | 1   | 1   |
| Profit from associate   | (2)   | (7)   |
| Dividend received   | -   | -   |
| Operating profit before Working Capital changes                 | 1,462   | 1,654   |
| <b>Adjustments for increase/(decrease in operating assets):</b> |   |   |
| Inventories   | (610)   | (2,400)                                       |
| Other non financial assets                                      | (262)   | (223)   |
| Other non financial liabilities                                 | 37  | (17)  |
| Cash generated from operations                                  | 627   | (986)   |
| Direct taxes paid   | (547)   | (526)   |
| <b>NET CASH FROM OPERATING ACTIVITIES</b>                       | <b>80</b>                                     | <b>(1,512)</b>                                |
| <b>B CASH FLOW FROM INVESTING ACTIVITIES :</b>                  |   |   |
| Purchase of Investment in Shares                                | -   | -   |
| Sale of Investment in Shares                                    | -   | -   |
| Dividend received   | -   | -   |
| <b>NET CASH USED IN INVESTING ACTIVITIES</b>                    | <b>-</b>                                      | <b>-</b>                                      |
| <b>C CASH FLOW FROM FINANCING ACTIVITIES</b>                    |   |   |
| Disbursement of Borrowings                                      | -   | (17,500)                                      |
| <b>NET CASH USED IN FINANCING ACTIVITIES</b>                    | <b>-</b>                                      | <b>(17,500)</b>                               |
| <b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>        | <b>80</b>                                     | <b>(19,012)</b>                               |
| CASH AND CASH EQUIVALENTS (Opening Balance)                     | 189   | 19,201  |
| CASH AND CASH EQUIVALENTS (Closing Balance)                     | 269   | 189   |

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 Jajware  
Company Secretary  
PAN: ALJPJ3799F



Pramod Kumar Sharma  
Manager  
PAN:BCQPS2279L

Raghav Mody

Raghavendra Anant Mody  
Director  
DIN: 03158072

Mujrari Lal Birniwala  
Director  
DIN: 00642510

Jitendra Jain  
Chief Financial Officer  
PAN: AAGPJ4172Q

Place: New Delhi  
Date: 26th May, 2022

**PRADYUMNA STEELS LIMITED**

**STATEMENT OF CHANGES IN EQUITY**

**(a) EQUITY SHARE CAPITAL**

(Amount in Rs.'000)

Current reporting period

| Balance the beginning of the current reporting period | Changes in equity share capital due to prior errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period |
|---|---|---|---|--|
| 1,711   |   | 1,711   |   | 1,711  |

Previous reporting period

| Balance the beginning of the previous current reporting period | Changes in equity share capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period |
|--|--|---|---|--|
| 1,711  |  | 1,711   |   | 1,711  |

**(b) OTHER EQUITY**

| Particulars  | Reserves and surplus |              |                   | Items of other comprehensive income* | Total Other Equity |
|--|----------------------|--------------|-------------------|--------------------------------------|--------------------|
|  | General Reserve      | Reserve Fund | Retained Earnings | Other items of OCI                   |                    |
| Balance as of 01.04.2020                           | 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)             | -                                    | -                  |
| Other comprehensive income                         | -                    | -            | -                 | 161,521                              | 161,521            |
| Transfer to reserves                               | -                    | -            | -                 | -                                    | -                  |
| <b>Balance as of 31.03.2021</b>                    | <b>40,847</b>        | <b>6,635</b> | <b>827</b>        | <b>275,403</b>                       | <b>323,712</b>     |
| Balance as of 01.04.2021                           | 40,847               | 6,635        | 827               | 275,403                              | 323,712            |
| Addition during the period                         | -                    | -            | -                 | -                                    | -                  |
| Profit/Loss for the period                         | -                    | -            | 979               | -                                    | 979                |
| Appropriations from Retained Earnings for the year | 881                  | 196          | (1,077)           | -                                    | -                  |
| Other comprehensive income                         | -                    | -            | -                 | 29,241                               | 29,241             |
| Transfer to reserves                               | -                    | -            | -                 | -                                    | -                  |
| <b>Balance as of 31.03.2022</b>                    | <b>41,728</b>        | <b>6,831</b> | <b>729</b>        | <b>304,644</b>                       | <b>353,932</b>     |

\*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.

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



Place: New Delhi  
Date: 26th May, 2022

Shashi Raj Jajwara  
Company Secretary  
PAN: ALJPJ3799F

Pramod Kumar Sharma  
Manager  
PAN:BCQPS2279L

Raghavendra Anant Mody  
Director  
DIN: 03158072

Murari Lal Birmiwala  
Director  
DIN: 00642510

Jitendra Jain  
Chief Financial  
PAN: AAGPJ4172Q



**SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO THE CONSOLIDATED FINANCIAL STATEMENTS****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 2022, 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 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 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.26. 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 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.

### 2.4 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                             | (Amount in Rs.'000) |                  |
|---|---------------------|------------------|
|   | As at 31.03.2022    | As at 31.03.2021 |
| Cash in hand                            | 2                   | 0                |
| Balances with banks in current accounts | 266                 | 188              |
| <b>Total</b>                            | <b>269</b>          | <b>189</b>       |

2 LOANS

(Unsecured-considered good)

| Particulars                                 | (Amount in Rs.'000) |                  |
|---|---------------------|------------------|
|   | As at 31.03.2022    | As at 31.03.2021 |
| Loan to related party and payable on demand | 27,500              | 27,500           |
| <b>Total</b>                                | <b>27,500</b>       | <b>27,500</b>    |



**PRADYUMNA STEELS LIMITED**

**3. INVESTMENTS**

| Particulars  | No. of Shares    |                  | Face Value | (Amount in Rs. '000) |                  |
|--|------------------|------------------|------------|----------------------|------------------|
|  | As at 31.03.2022 | As at 31.03.2021 |            | As at 31.03.2022     | As at 31.03.2021 |
| Investment in equity instruments measured at fair value through other comprehensive income |                  |                  |            |                      |                  |
| (i) Quoted   |                  |                  |            |                      |                  |
| Bharat Heavy Electricals Limited   | 6000             | 6000             | 2          | 296                  | 293              |
| Hindusthan Urban Infrastructure Limited  | 70000            | 70000            | 10         | 247,030              | 217,200          |
| Hotel Leela Limited  | 41000            | 41000            | 2          | 377                  | 235              |
|  |                  |                  |            | <b>247,703</b>       | <b>217,727</b>   |
| (ii) Unquoted  |                  |                  |            |                      |                  |
| Bengal Carbon Company Limited  | 12470            | 12470            | 10         | 176                  | 170              |
| Add : Profits in Associate till previous year  |                  |                  |            | 52                   | 45               |
| Add : Profits in Associate for the year  |                  |                  |            | 2                    | 7                |
| Hindusthan M I Swaco Limited   | 20172            | 20172            | 10         | -                    | -                |
| Intercontinental Trading & Investments Co. Limited   | 10000            | 10000            | 10         | 4,969                | 4,917            |
| Hindusthan Consultancy & Services Limited *  | 300              | 300              | 10         | 1,996                | 1,926            |
| Orient Bonds & Stock Limited   | 14650            | 14650            | 10         | 17,468               | 16,972           |
| Hindusthan Engineering & Industries Ltd.   | 125884           | 125884           | 10         | 91,844               | 88,974           |
|  |                  |                  |            | 116,506              | 113,010          |
| <b>Total</b>   |                  |                  |            | <b>364,209</b>       | <b>330,738</b>   |
| <b>AGGREGATE VALUE OF INVESTMENTS</b>  |                  |                  |            |                      |                  |
| Quoted   |                  |                  |            | 247,703              | 217,727          |
| Unquoted   |                  |                  |            | 116,506              | 113,010          |
|  |                  |                  |            | <b>364,209</b>       | <b>330,738</b>   |

Note : Due to non availability of fair valuation report and audited figures of unquoted equity investment for the year ended 31.03.2022, fair value of unquoted investment has been determined based on net assets of these companies as at March 31, 2021.



**PRADYUMNA STEELS LIMITED**

**4 INVENTORIES**

(As taken, valued and certified by the management)

| Particulars   | (Amount in Rs.'000) |                  |
|---|---------------------|------------------|
|   | As at 31.03.2022    | As at 31.03.2021 |
| Stock in trade (at lower of cost or net realisable value) | 3,010               | 2,400            |
| <b>Total</b>  | <b>3,010</b>        | <b>2,400</b>     |

**5 CURRENT TAX ASSETS**

(Unsecured-considered good)

| Particulars                            | (Amount in Rs.'000) |                  |
|--|---------------------|------------------|
|  | As at 31.03.2022    | As at 31.03.2021 |
| Advance Income Tax (Net of provisions) | 41                  | -                |
| I T Refundable                         | 30                  | 26               |
| <b>Total</b>                           | <b>71</b>           | <b>26</b>        |

**INVESTMENT PROPERTY**

| Particulars                                | (Amount in Rs.'000) |          |        |
|--|---------------------|----------|--------|
|  | Land                | Building | Total  |
| Gross carrying amount as on 01.04.2020     | 10,575              | 50       | 10,625 |
| Additions during the year                  | -                   | -        | -      |
| Deletions during the year                  | -                   | -        | -      |
| Gross carrying amount as on 31.03.2021     | 10,575              | 50       | 10,625 |
| Additions during the year                  | -                   | -        | -      |
| Deletions during the year                  | -                   | -        | -      |
| Gross carrying amount as on 31.03.2022     | 10,575              | 50       | 10,625 |
| Accumulated depreciations as on 01.04.2020 | -                   | -        | -      |
| Additions during the year                  | -                   | 1        | 1      |
| Deletions during the year                  | -                   | -        | -      |
| Accumulated depreciation as on 31.03.2021  | -                   | 1        | 1      |
| Accumulated depreciation as on 01.04.2020  | -                   | 2        | 2      |
| Additions during the year                  | -                   | 1        | 1      |
| Deletions during the year                  | -                   | -        | -      |
| Accumulated depreciation as on 31.03.2022  | -                   | 3        | 3      |
| Net carrying amount as on 31.03.2021       | 10,575              | 48       | 10,623 |
| Net carrying amount as on 31.03.2022       | 10,575              | 47       | 10,622 |

**7 OTHER CURRENT ASSETS**

(Unsecured-considered good)

(Amount in Rs.'000)

| Particulars  | (Amount in Rs.'000) |                  |
|--------------|---------------------|------------------|
|              | As at 31.03.2022    | As at 31.03.2021 |
| Others       | 521                 | 259              |
| <b>Total</b> | <b>521</b>          | <b>259</b>       |



**PRADYUMNA STEELS LIMITED**

**8 CURRENT TAX LIABILITIES**

| Particulars                    | (Amount in Rs.'000) |                  |
|--------------------------------|---------------------|------------------|
|                                | As at 31.03.2022    | As at 31.03.2021 |
| Provision for income tax (net) | -                   | 16               |
| <b>Total</b>                   | <b>-</b>            | <b>16</b>        |

**9 DEFERRED TAX LIABILITIES (NET)**

| Particulars   | (Amount in Rs.'000) |                  |
|---|---------------------|------------------|
|   | As at 31.03.2022    | As at 31.03.2021 |
| Arising on difference for carrying investment at fair value through OCI | 50,488              | 46,259           |
| <b>Total</b>  | <b>50,488</b>       | <b>46,259</b>    |

**10 OTHER NON FINANCIAL LIABILITIES**

| Particulars             | (Amount in Rs.'000) |                  |
|-------------------------|---------------------|------------------|
|                         | As at 31.03.2022    | As at 31.03.2021 |
| Expenses payable        | 42                  | 28               |
| Statutory dues payables | 29                  | 7                |
| <b>Total</b>            | <b>72</b>           | <b>35</b>        |

There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as on 31.03.2022.



**PRADYUMNA STEELS LIMITED**

**11 EQUITY SHARE CAPITAL**

**(a) Authorised**

| Particulars                         | No. of Shares       |                     | (Amount in Rs.'000) |                     |
|-------------------------------------|---------------------|---------------------|---------------------|---------------------|
|                                     | As at<br>31.03.2022 | As at<br>31.03.2021 | As at<br>31.03.2022 | As at<br>31.03.2021 |
| <b>Equity Shares of Rs. 10 each</b> |                     |                     |                     |                     |
| At the beginning of the period      | 500,000             | 500,000             | 5,000               | 5,000               |
| Add: Additions during the period    | -                   | -                   | -                   | -                   |
| Less: Reduction during the period   | -                   | -                   | -                   | -                   |
| At the end of the period            | 500,000             | 500,000             | 5,000               | 5,000               |

**(b) Issued and Subscribed**

| Particulars                         | No. of Shares       |                     | (Amount in Rs.'000) |                     |
|-------------------------------------|---------------------|---------------------|---------------------|---------------------|
|                                     | As at<br>31.03.2022 | As at<br>31.03.2021 | As at<br>31.03.2022 | As at<br>31.03.2021 |
| <b>Equity Shares of Rs. 10 each</b> |                     |                     |                     |                     |
| At the beginning of the period      | 172,500             | 172,500             | 1,725               | 1,725               |
| Add: Additions during the period    | -                   | -                   | -                   | -                   |
| Less: Reduction during the period   | -                   | -                   | -                   | -                   |
| At the end of the period            | 172,500             | 172,500             | 1,725               | 1,725               |

**(c) Paid up**

| Particulars                         | No. of Shares       |                     | (Amount in Rs.'000) |                     |
|-------------------------------------|---------------------|---------------------|---------------------|---------------------|
|                                     | As at<br>31.03.2022 | As at<br>31.03.2021 | As at<br>31.03.2022 | As at<br>31.03.2021 |
| <b>Equity Shares of Rs. 10 each</b> |                     |                     |                     |                     |
| At the beginning of the period      | 172,500             | 172,500             | 1,725               | 1,725               |
| Less: Calls in arrear               | -                   | -                   | 14                  | 14                  |
| At the end of the period            | 172,500             | 172,500             | 1,711               | 1,711               |

**Reconciliation of Equity share capital**

| Particulars                         | No. of Shares       |                     | (Amount in Rs.'000) |                     |
|-------------------------------------|---------------------|---------------------|---------------------|---------------------|
|                                     | As at<br>31.03.2022 | As at<br>31.03.2021 | As at<br>31.03.2022 | As at<br>31.03.2021 |
| <b>Equity Shares of Rs. 10 each</b> |                     |                     |                     |                     |
| At the beginning of the period      | 172,500             | 172,500             | 1,711               | 1,711               |
| Add: Additions during the period    | -                   | -                   | -                   | -                   |
| Less: Reduction during the period   | -                   | -                   | -                   | -                   |
| At the end of the period            | 172,500             | 172,500             | 1,711               | 1,711               |

**List of shareholders more than 5% of the equity capital of the company**

| Name of the Shareholder                         | No. of Shares       |                     | Percentage          |                     |
|---|---------------------|---------------------|---------------------|---------------------|
|   | As at<br>31.03.2022 | As at<br>31.03.2021 | As at<br>31.03.2022 | As at<br>31.03.2021 |
| 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              | 22,250              | 12.90               | 12.90               |
| 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: The company has one class of equity shares having a par value of ₹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. 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.





Disclosure of shareholding of promoters as at March 31, 2022 is as follows:

| Name of Promoter                       | No. of shares    |                  | Percentage       |                  | Change during the year |
|--|------------------|------------------|------------------|------------------|------------------------|
|  | As at 31.03.2022 | As at 31.03.2021 | As at 31.03.2022 | As at 31.03.2021 |                        |
| SYT RAJENDRA PRASAD MODY               | 13,000           | 13,000           | 7.54             | 7.54             |                        |
| SMT PREMLATA DEVI MODY                 | 100              | 100              | 0.06             | 0.06             |                        |
| SRI VIKRAM ADITYA MODY                 | 800              | 800              | 0.46             | 0.46             |                        |
| SMT SANCHITA MODY                      | 100              | 100              | 0.06             | 0.06             |                        |
| SRI RAGHAVENDRA ANANT MODY             | 1,100            | 1,100            | 0.64             | 0.64             |                        |
| M/S R P MODY & SONS                    | 2,100            | 2,100            | 1.22             | 1.22             |                        |
| MODY INVESTMENTS & MFG CO PVT LTD      | 41,400           | 41,400           | 24.00            | 24.00            |                        |
| HINDUSTHAN CONSULTANCY & SERVICES LTD  | 22,250           | 22,250           | 12.90            | 12.90            |                        |
| INTERCONTINENTAL TRADING & INV. CO LTD | 17,250           | 17,250           | 10.00            | 10.00            |                        |
| PARAMOUNT ENTERPRISES LTD              | 8,600            | 8,600            | 4.99             | 4.99             |                        |
| ORIENT BONDS STOCKS LTD                | 17,250           | 17,250           | 10.00            | 10.00            |                        |

Disclosure of shareholding of promoters as at March 31, 2021 is as follows:

| Name of Promoter                       | No. of shares    |                  | Percentage       |                  | Change during the year |
|--|------------------|------------------|------------------|------------------|------------------------|
|  | As at 31.03.2021 | As at 31.03.2020 | As at 31.03.2021 | As at 31.03.2020 |                        |
| SYT RAJENDRA PRASAD MODY               | 13,000           | 13,000           | 7.54             | 7.54             |                        |
| SMT PREMLATA DEVI MODY                 | 100              | 100              | 0.06             | 0.06             |                        |
| SRI VIKRAM ADITYA MODY                 | 800              | 800              | 0.46             | 0.46             |                        |
| SMT SANCHITA MODY                      | 100              | 100              | 0.06             | 0.06             |                        |
| SRI RAGHAVENDRA ANANT MODY             | 1,100            | 1,100            | 0.64             | 0.64             |                        |
| M/S R P MODY & SONS                    | 2,100            | 2,100            | 1.22             | 1.22             |                        |
| MODY INVESTMENTS & MFG CO PVT LTD      | 41,400           | 41,400           | 24.00            | 24.00            |                        |
| HINDUSTHAN CONSULTANCY & SERVICES LTD  | 22,250           | 22,250           | 12.90            | 12.90            |                        |
| INTERCONTINENTAL TRADING & INV. CO LTD | 17,250           | 17,250           | 10.00            | 10.00            |                        |
| PARAMOUNT ENTERPRISES LTD              | 8,600            | 8,600            | 4.99             | 4.99             |                        |
| ORIENT BONDS STOCKS LTD                | 17,250           | 17,250           | 10.00            | 10.00            |                        |



**PRADYUMNA STEELS LIMITED**

(Amount in Rs.'000)

**12 OTHER EQUITY**

| Particulars  | Reserves and surplus |              |                   | Items of other comprehensive income* | Total Other Equity |
|--|----------------------|--------------|-------------------|--------------------------------------|--------------------|
|  | General Reserve      | Reserve Fund | Retained Earnings | Other items of OCI                   |                    |
| Balance as of 01.04.2020                           | 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)             | -                                    | -                  |
| Other comprehensive income                         | -                    | -            | -                 | 161,521                              | 161,521            |
| Transfer to reserves                               | -                    | -            | -                 | -                                    | -                  |
| <b>Balance as of 31.03.2021</b>                    | <b>40,847</b>        | <b>6,635</b> | <b>827</b>        | <b>275,403</b>                       | <b>323,712</b>     |
| Balance as of 01.04.2021                           | 40,847               | 6,635        | 827               | 275,403                              | 323,712            |
| Addition during the period                         | -                    | -            | -                 | -                                    | -                  |
| Profit/Loss for the period                         | -                    | -            | 979               | -                                    | 979                |
| Appropriations from Retained Earnings for the year | 881                  | 196          | (1,077)           | -                                    | -                  |
| Other comprehensive income                         | -                    | -            | -                 | 29,241                               | 29,241             |
| Transfer to reserves                               | -                    | -            | -                 | -                                    | -                  |
| <b>Balance as of 31.03.2022</b>                    | <b>41,728</b>        | <b>6,831</b> | <b>729</b>        | <b>304,644</b>                       | <b>353,932</b>     |

\*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      | (Amount in Rs.'000)                           |   |
|------------------|---|---|
|                  | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Interest on loan | 2,962   | 2,954   |
| <b>Total</b>     | <b>2,962</b>                                  | <b>2,954</b>                                  |

**14 OTHER INCOME**

| Particulars              | (Amount in Rs.'000)                           |   |
|--------------------------|---|---|
|                          | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Liabilities Written Back | -   | 3   |
| Rent                     | 4   | 4   |
| <b>Total</b>             | <b>4</b>                                      | <b>7</b>                                      |

**15 CHANGES IN INVENTORIES**

| Particulars   | (Amount in Rs.'000)                           |   |
|---------------|---|---|
|               | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Opening stock | 2,400   | -   |
| Closing stock | 3,010   | 2,400   |
| <b>Total</b>  | <b>(610)</b>                                  | <b>2,400</b>                                  |

**16 EMPLOYEE BENEFITS EXPENSE**

| Particulars            | (Amount in Rs.'000)                           |   |
|------------------------|---|---|
|                        | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Salaries & Wages       | 1,033   | 927   |
| Staff Welfare Expenses | -   | 1   |
| <b>Total</b>           | <b>1,033</b>                                  | <b>928</b>                                    |

**17 OTHER EXPENSES**

| Particulars                 | (Amount in Rs.'000)                           |   |
|-----------------------------|---|---|
|                             | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
| Rent, Rates & Taxes         | 146   | 146   |
| Advertisement and publicity | 43  | 31  |
| Director's fee              | 90  | 65  |
| Fees & Subscription         | 54  | 47  |
| Professional Charges        | 59  | 42  |
| Miscellaneous Expenses*     | 79  | 76  |
| <b>Total</b>                | <b>470</b>                                    | <b>407</b>                                    |

\*Includes Auditor's remuneration :

|                 |           |           |
|-----------------|-----------|-----------|
| - for Audit Fee | 43        | 38        |
| - for others    | 19        | 22        |
| <b>Total</b>    | <b>63</b> | <b>61</b> |

**18 EARNING PER SHARE (EPS)**

| Particulars   | For the period<br>01.04.2021 to<br>31.03.2022 | For the period<br>01.04.2020 to<br>31.03.2021 |
|---|---|---|
| <b>Basic and Diluted Earnings Per Share</b>                           |   |   |
| Profit/(Loss) after tax as per profit & loss account (Rs.in '000) (A) | 979   | 1,127   |
| No. of equity shares (B)  | 172,500                                       | 172,500                                       |
| Basic and Diluted Earning Per Share (Rs.) (A/B)                       | 5.67  | 6.53  |



- 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 group. 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 group 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 group.
- 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)   | <b>Parties which control the holding company</b> |   |
| (a)   | Shri Rajendra Prasad Mody (KMP)                  | Promoters holding together with persons acting in concert (PAC) is more than 50%.                                   |
| (ii)  | <b>Directors of the holding company</b>          |   |
| 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)    | Shri Murari Lal Birmiwala                        | Director  |
| (iii) | <b>Key Managerial Personnel</b>                  |   |
|       | Mr.Shashi Raj Jajware                            | Company Secretary   |
|       | Mr.Jitendra Jain                                 | CFO   |
|       | Mr.Rameshwar Lal Vyas                            | Manager (Resigned on 12.11.2021)  |
|       | Mr.Pramod Sharma                                 | Manager (Appointed on 13.11.2021)   |
| (iv)  | <b>Other Related party</b>                       |   |
|       | Promain Limited                                  | Related Parties in broader sense of the term and are included for making the financial statements more transparent. |
|       | Hindustan Urban Infrastructres Limited           |   |
|       | Hindustan Speciality Chemicals Limited           |   |

(B) Transactions with related parties :

| Particulars                      | Promoter | PAC      | Directors  | Other related parties | KMP          |
|----------------------------------|----------|----------|------------|-----------------------|--------------|
| Rent received                    | 4<br>(4) | -<br>(-) | -<br>(-)   | -<br>(-)              | -<br>(-)     |
| Rent paid                        | -<br>(-) | 4<br>(4) | -<br>(-)   | -<br>(-)              | -<br>(-)     |
| Sitting fees                     | -<br>(-) | -<br>(-) | 90<br>(65) | -<br>(-)              | -<br>(-)     |
| Salary                           | -<br>(-) | -<br>(-) | -<br>(-)   | -<br>(-)              | 1,033<br>927 |
| Loan Given                       | -<br>(-) | -<br>(-) | -<br>(-)   | 15,000<br>(40,000)    | -<br>(-)     |
| Loan Received back               | -<br>(-) | -<br>(-) | -<br>(-)   | 15,000<br>(22,500)    | -<br>(-)     |
| Interest Received                | -<br>(-) | -<br>(-) | -<br>(-)   | 2,962<br>(2,954)      | -<br>(-)     |
| Interest Receivable              | -<br>(-) | -<br>(-) | -<br>(-)   | 215<br>(253)          | -<br>(-)     |
| Outstanding balances at year end | -<br>(-) | -<br>(-) | -<br>(-)   | 27,500<br>(27,500)    | -<br>(-)     |

Figures in bracket indicates previous year figures



23 **Additional Regulatory Information**

- i) During the year the Group has not revalued its Investment property.
- ii) During the year the Group does not have any property, plant and Equipment (including right -of-Use Assets) except Investment Property which has not been re valued
- iii) During the year the Group does not have any intangible assets
- iv) During the year the Group has granted Loans to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are:

**a. repayable on demand**

| Type of borrower                     | Current Year               |                               | Previous Year              |                               |
|--------------------------------------|----------------------------|-------------------------------|----------------------------|-------------------------------|
|                                      | Amount of loan outstanding | Percentage to the total loans | Amount of loan outstanding | Percentage to the total loans |
| Hindusthan Urban Infrastructure Ltd. | 27,500                     | 100%                          | 12,500                     | 45.45%                        |
| Hindusthan Speciality Chemicals Ltd. | -                          | -                             | 15,000                     | 54.55%                        |

- v) The Group does not have any asset under Capital work in progress (CWIP).
- vi) The Group does not have any Intangible assets under development.
- vii) No proceeding has been initiated or pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- viii) The Group does not have any borrowings from banks or financial institution.
- ix) The Group is not declared wilful defaulter by any bank or financial Institution or other lender.
- x) The Group has not entered into any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- xi) The Group has complied with the number of layers prescribed under clause (87) of section 2 of the act read with companies (Restriction on number of layers) rule 2017.

During the year any Scheme of Arrangements has not been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

**xii) Utilisation of Borrowed funds and share premium:-**

A) The Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
- (xiii) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall
  - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or in the tax assessments under the Income Tax Act, 1961 (such as, search or
  - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

The Group is not covered under section 135 of the companies act, 2013. Therefore disclosure pertains to corporate social responsibility(CSR) is not applicable to the Group.

(xiv) The Group does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

(xv) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year



24 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 : |  |                    |                |
| (l)                | 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 : | - | - |
|------|---|---|---|

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 :                  |   |
| (l)   | Shares: (a) Equity        | - |
|       | (b) Preference            | - |
| (ii)  | Debentures and Bonds      | - |
| (iii) | Units of mutual funds     | - |
| (iv)  | Government Securities     | - |
| (v)   | Others (please specify)   | - |
| 2)    | Unquoted :                |   |
| (l)   | 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<br>(b) Preference | 247,703 |
|    | (ii)                    | Debentures and Bonds     |                              |         |
|    | (iii)                   | Units of mutual funds    |                              |         |
|    | (iv)                    | Government Securities    |                              |         |
|    | (v)                     | Others (please specify)  |                              |         |
| 2) | Unquoted :              |                          |                              |         |
|    | (I)                     | Shares:                  | (a) Equity<br>(b) Preference | 116,506 |
|    | (ii)                    | Debentures and Bonds     |                              |         |
|    | (iii)                   | Units of mutual funds    |                              |         |
|    | (iv)                    | Government Securities    |                              |         |
|    | (v)                     | Others – Land & Building |                              |         |
|    |                         |                          |                              | 10,622  |

(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) :

(Amount in Rs.'000)

| Category                        | Market Value/Break up of fair Value or NAV | Book Value (Net of provisions) |
|---------------------------------|--|--------------------------------|
| 1 Related Parties               |  |                                |
| (a) Subsidiaries                | -  | -                              |
| (b) Associates                  | 176  | 125                            |
| (c) Companies in the same group | 24,432                                     | 118                            |
| (d) Other related parties       | 338,874                                    | 4,735                          |
| 2 Other than related parties    | 673  | 4,046                          |

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

25 The fair value of Investment property under schedule 6 of the financial statements is Rs 31,53,16,302 as on 31.03.2022. Fair value is based on a valuation done by a Chartered Accountant (Mr.Ravinder Kumar) proprietor at Ravinder K. Choudhary & Co., Chartered Accountants, New Delhi as per his certificate dated 4th May,2022 having UDIN: 22092684IVQLT2878.



26 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 31.03.2022                 | As at 31.03.2021 |
| Bengal Carbon Company Ltd | India                | Un-audited | 24.94%                           | 24.94%           |

(b) Audited financial results for the period upto 31.03.2022 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    | 31.03.2022                        |                | 31.03.2021                        |                |
|-------------------------------|-----------|-----------------------------------|----------------|-----------------------------------|----------------|
|                               |           | As a % of consolidated Net assets | Amount         | As a % of consolidated Net assets | Amount         |
| Pradyumna Steel Limited       | Holding   | 99.94%                            | 405,972        | 99.94%                            | 371,512        |
| Bengal Carbon Company Limited | Associate | 0.06%                             | 230            | 0.06%                             | 221            |
| <b>Total</b>                  |           | <b>100%</b>                       | <b>406,202</b> | <b>100%</b>                       | <b>371,734</b> |

| Name of Entity                | Status    | 31.03.2022                               |               | 31.03.2021                           |                |
|-------------------------------|-----------|--|---------------|--------------------------------------|----------------|
|                               |           | As a % of consolidated Net Profit/(loss) | Amount        | As a % of consolidated Profit/(loss) | Amount         |
| Pradyumna Steel Limited       | Holding   | 99.99%                                   | 30,217        | 100.00%                              | 162,641        |
| Bengal Carbon Company Limited | Associate | 0.01%                                    | 2             | 0.00%                                | 7              |
| <b>Total</b>                  |           | <b>100%</b>                              | <b>30,220</b> | <b>100%</b>                          | <b>162,647</b> |

27 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*

Sanjiv Aggarwal  
Partner  
Membership No.85128



*Shashi Raj Jajwara*

Shashi Raj Jajwara  
Company Secretary  
PAN: ALJPJ3799F

*Pramod Kumar Sharma*

Pramod Kumar Sharma  
Manager  
PAN:BCQPS2279L

For and on behalf of the Board of Directors

*Raghavendra Anant Mody*

Raghavendra Anant Mody  
Director  
DIN: 03158072

*Murari Lal Birmiwala*

Murari Lal Birmiwala  
Director  
DIN: 00642510

*Jitendra Jain*

Jitendra Jain  
Chief Financial Officer  
PAN: AAGPJ4172Q

Place: New Delhi  
Date : 26th May, 2022