NIRAJ ISPAT INDUSTRIES LIMITED

[37TH ANNUAL REPORT 2021-2022]

NIRAJ ISPAT INDUSTRIES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS	COMPANY SECRETARY & COMPLIANCE OFFICER
Chaitanya Chaudhry — Director& CEO Vaishali Chaudhry — Director Anil Kumar Sharma — Independent Director Rajeev Kumar Singhal — Independent Director Niraj Chaudhry — CFO	Mr. Sunil Kumar Email I.D.nirajispatindustries@gmail.com **Contact No. 011-23551821, 0120-6526390**
REGISTERED OFFICE	**STATUTORY AUDITORS**
5140-41/34, F/F Chaudhary Market, Gali Peti Wali, Rui Mandi, Sadar Bazar, Delhi -110006 **Email ID**: Nirajispatindustries@gmail.com **Website**: www.nirajispat.in Phone: 0120-6526390, 23551821	**M/s. Vipin Kumar & Company,** Chartered Accountants, 2-Kamal Colony, Delhi Road Saharanpur, U.P. 247001 Email Id: vipinsre@gmail.com Contact No : 8077672965
CORPORATE OFFICE	**INTERNAL AUDITOR**
Chaudhary Cinema Building, 19, G.T. Road Ghaziabad-201001, Uttar Pradesh	**M/s Sanjeev Anand& Associates** Chartered Accountants, 136, Navyug Market, Ghaziabad, 201001 Email Id: sanjeevgzb@gmail.com Contact No.: 9971343337
SECRETARIAL AUDITOR	**REGISTRAR AND TRANSFER AGENT**
V Kumar & Associates Company Secretaries 15/18, Basement, West Patel Nagar, New Delhi-110008 Mobile: 9910218035 Mail: csvivekkumar@gmail.com, vivek@vkumarassociates.in	M/s Skyline Financial Services Private Limited D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Contact No.: 011-26812682, 40450193 to 97 Web:www.skylinerta.com
BANKERS	**STOCK EXCHANGE**
State Bank of India Bank of India	**National Stock Exchange of India Ltd**, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400051

NIRAJ ISPAT INDUSTRIES LIMITED

TABLE OF CONTENTS

S. No.	Contents	Page No.
01	Notice of Annual General Meeting	4
02	Director's Report	19
03	Management Discussion and Analysis Report	31
04	Extract of Annual Return	33
05	Corporate Governance Report	45
06	Certificate on Corporate Governance	66
07	Certificate on Non-Disqualification of Director	67
08	Secretarial Audit Report	70
09	Independent Auditor's Report	75
10	Balance Sheet	90
11	Statement of Profit & Loss	91
12	Cash Flow Statement	92
13	Notes on Accounts	93
14	Proxy Form No. MGT-11	114
15	Route Map	116
16	Attendance Slip	117

NIRAJ ISPAT INDUSTRIES LIMITED

Notice of Annual General Meeting

Notice is hereby given that the **37th Annual General Meeting** of the Shareholders of **Niraj Ispat Industries Limited** will be on **Thursday, September 22nd, 2022** at **11:00 A.M**. held at its Registered Office of the Company situated at 5140-41/34, F/F Chaudhary Market Gali Peti Wali, Rui Mandi, Sadar Bazar, Delhi-110006 to transact the following business:

ORDINARY BUSINESS :

1. To Consider and Adopt the standalone Audited Financial Statements of the Company for the Financials Year Ended March 31, 2022 i.e Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended 31st March, 2022 along with the Reports of the Board of Directors and Auditors thereon.

2. **To Appointment of Auditor and Fix their remuneration**

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

   "RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 as amended from time to time and pursuant to the recommendation of Audit Committee, the appointment of M/s Sanjeev Anand& Associates, Chartered Accountants (FRN:007171C), Statutory Auditors of the Company, which has been approved by the members at the 37th Annual General Meeting of the Company for a term of 5 years i.e. from the conclusion of the 37th Annual General Meeting until the conclusion of the 42nd Annual General Meeting at such remuneration as may mutually be agreed upon between the auditors and the Board of Directors of the Company."

3. **Appointment of Mr. Chaitanya Chaudhry (DIN 06813394) as a Director, liable to retire by rotation**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Mr. Chaitanya Chaudhry (DIN 06813394)**a Director, liable to retire by rotationwho retires by rotation at this Meeting, and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

For and on behalf of the Board of Directors
For NIRAJ ISPAT INDUSTRIES LIMITED

Place: New Delhi
Date: 10.08.2022

Sd/-
Chaitanya Chaudhry
DIN: 06813394
Designation: Director and CEO
Address: KD-46 Kavi Nagar,
Ghaziabad 201002

NOTES:

(1) **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 remote e-voting for the resolutions set out in this notice**:

a) Members holding shares in physical mode who have not registered/ updated their email addresses with the Company, are requested to register/ update the same by click on http://www.skylinerta.com/submit-document-to-rta.php or email with details of folio number and attaching a self-attested copy of PAN Card to the company's Registrar and Share Transfer Agent Skyline Financial Services Private Limited (herein referred as 'RTA') at compliances@skylinerta.com or info@skylinerta.com.

b) Members holding shares in dematerialized mode, who have not registered/ updated their email addresses with their Depository Participants, are requested to register/ update their email addresses with the Depository Participants with whom they maintain their demat accounts.

(2) **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll and such proxy need not be a member of the company. A person can act as 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. In order to be effective the proxies should be received by the company at its registered office not less than 48 hours before the meeting.** Proxies submitted on behalf of corporate including companies, societies etc., must be supported by an appropriate resolution of the Board of Directors or other governing body.

(3) Members are requested to bring their attendance slip to the meeting, Proxies should fill in the attendance slip for attending the meeting.

(4) Members are requested to quote their Folio Number/Client ID, in all correspondence and intimate any change in their address to the Share Transfer Agent/Depository Participant promptly.

(5) In accordance with Circular No.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 ('MCA'), read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by SEBI ("circulars"), and owing difficulties involved in dispatching physical copies , the Notice of the AGM and Annual Report 2021-22 has been sent to member of the company, whose email registered with Company / RTA on

August27th, 2022. Members may note that the Company will not send physical/ hard copies of the Annual Report 2021-22 and Notice of AGM.

(6) In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circular No.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021,and read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 and other applicable circulars issued by the Ministry of Corporate Affairs (MCA) and SEBI (Collectively called "relevant circulars), Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ company's Registrar and Share Transfer Agent Skyline Financial Services Private Limited (herein referred as 'RTA'). Members who email is not registered may note that the Notice and Annual Report 2021-22 will also be available on the Company's website i.e.www.nirajispat.in and websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively.

(7) All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company between 11.00 AM to 1.00 PM on any working day till the date of themeeting.

(8) 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 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is pleased to provide its members facility to exercise their right to votes on resolutions proposed to be considered at the 37th Annual General Meeting (AGM) though remote e-voting Services provided by National Securities Depository Limited (NSDL). For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system on the date of the AGM shall be Disabled by NSDL.

(9) The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 10th September, 2022 to Thursday, 22nd September, 2022 (both days inclusive) for the purpose of Annual General Meeting.

(10) Pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has fixed Friday, 16th September 2022 as Cut of date for the purpose of determining shareholders for voting rights.

(11) The E-voting period begins on Monday, 19th September, 2022 at 09:00 A.M. and ends on Wednesday, 21st September, 2022 at 05:00 P.M.

12. PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, THE BRIEF PROFILE OF DIRECTORS ELIGIBLE FOR RE-APPOINTMENT ITEM NO. 3 IS AS FOLLOWS:-

Name of Director	MR. CHAITANYA CHAUDHRY
DIN	06813394
Date of Birth	15/08/1995
Date of first appointment on the Board	27/02/2015
Terms and Condition	Re-appointment as Director of the company liable to retire by rotation
Qualifications	Under Graduated in Bachelor of Business Administration
Expertise and Experience in specific functional areas	Experience of 3 years as Financial Strategy Planning
Names of other entities in which the person also holds the directorship.	1. MADHUVAN PROPERTIES PVT LTD 2.RAJ ELECTRICALS AND ALLIED MFG. PRIVATE LIMITED 3. GREETINGS PROPERTIES PRIVATE LIMITED 4. OLIVE INFRASTRUCTURE PRIVATE LIMITED 5. VERVE INFRAPROJECTS PRIVATE LIMITED 6. HIMGIRI HOTELS PRIVATE LIMITED 7. PICKUP SUPPLIERS PVT LTD 8. SNOW BALL INFRASTRUCTURE PRIVATE LIMITED 9.PARSHURAM INFRASTRUCTURE PRIVATE LIMITED 10. OLIVE INFOSOLUTIONS PRIVATE LIMITED 11. CHAUDHRY THEATRES PRIVATE LIMITED
Membership / Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholders' Relationship Committee)	-
Remuneration last drawn (F.Y. 2021-22)	Rs. 2,40,000 P.A
Shareholding in the Company (as on 31st March, 2022)	-
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Relative

For and on behalf of the Board of Directors
For NIRAJ ISPAT INDUSTRIES LIMITED

Place: New Delhi
Date: 10.08.2022

Sd/-
Chaitanya Chaudhry
DIN: 06813394
Designation: Director and CEO
Address: KD-46 Kavi Nagar,
Ghaziabad-201002

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

The remote e-voting period begins on Monday, 19th September, 2022 at 09:00 A.M. and ends on Wednesday, 21st September, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 16th September, 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 Friday, 16th September, 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 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 **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL**and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period Ifyou are not registered for

	IDeASe-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 App Store Google Play
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 arehttps://web.cdslindia.com/myeasi/home/loginor 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL**where the e-Voting is in progress.
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 and Forget Password option available at abovementioned website.

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 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 helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

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

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

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

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

	For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user 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'?
   d) 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'.
   e) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

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

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

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

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

Step 2: Cast your vote electronically 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 csvivekkumar@gmail.com with a copy marked to evoting@nsdl.co.in.Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 2244 30 or send a request to (Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati BapatMarg, Lower Parel, Mumbai – 400 013, at the designated) at evoting@nsdl.co.inor pallavid@nsdl.co.in or SoniS@nsdl.co.in or at telephone nos.:- +91 22 24994545, +91 22 24994559, who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the nirajispatindustries@gmail.com.

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:

I. 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 nirajispatindustries@gmail.com.

II 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 nirajispatindustries@gmail.com. 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**.

III Alternatively shareholder/members may send a request to evoting@nsdl.co.inforprocuring user id and password for e-voting by providing above mentioned documents.

IV 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.

EXPLANATORY STATEMENT INCLUDING DISCLOUSURES IN TERMS OF REGULATION 36(5) OF SECURITIES AND EXCHANGE BOARDOF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item 2- The appointment of M/s Sanjeev Anand& Associates, Chartered Accountants (FRN:007171C), Statutory Auditors of the Company, the members of the Company, at the 37th Annual General Meeting of the Company for a term of 5 years i.e. from the conclusion of the 37th Annual General Meeting until the conclusion of the 42nd Annual General Meeting at such remuneration as may mutually be agreed upon between the auditors and the Board of Directors of the Company.

Considering the qualification and experience of M/s Sanjeev Anand& Associates, Chartered Accountants and their understanding of business and operations of the Company,the Audit Committee recommended the appointment of M/s Sanjeev Anand& Associates, Chartered Accountants and upon recommendation of the Audit Committee,the Board of Directors recommended to the shareholders, the appointment of M/s Sanjeev Anand& Associates, Chartered Accountants (FRN:007171C), as a auditor of the Company.

M/s Sanjeev Anand& Associates, Chartered Accountants has accorded its consent for appointment as auditor of the Company and confirmed that it is not disqualified for appointment under the Act and the rules made thereunder and the appointment, if made, shall be within the limits laid down by or under the authority of the Act.

M/s Sanjeev Anand& Associates, Chartered Accountants registered with the Institute of Chartered Accountants of India ("ICAI"). The registered office of M/s Sanjeev Anand& Associates, Chartered Accountants is 136, Navyug Market, Ghaziabad, 201001. M/s Sanjeev Anand& Associates, Chartered Accountants is primarily engaged in proving Audit and Accounts services to its Clients.

It is proposed to pay remuneration plus applicable taxes and reimbursement of out-of-pocket expenses to M/s Sanjeev Anand& Associates, Chartered Accountants, for audit of financial statements of the Company for the Financial year 2022-23 shall be fixed by the Board of Directors based on the recommendation of the Audit Committee. Further, the fee/remuneration payable to M/s Sanjeev Anand & Associates, Chartered Accountants for other services not prohibit under the provisions of the Act shall be as approved by the Audit Committee and /or the Board of Directors, as applicable.

None of the Directors, Key managerial personnel and their relatives is concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the resolution set out at item No. 2 of the Notice for approval of the members.

For and on behalf of the Board of Directors
For NIRAJ ISPAT INDUSTRIES LIMITED

Place: New Delhi
Date: 10.08.2022

Sd/-
Chaitanya Chaudhry
DIN: 06813394
Designation: Director and CEO
Address: KD-46 Kavi Nagar,
Ghaziabad -201002

NIRAJ ISPAT INDUSTRIES LIMITED

DIRECTOR'S REPORT

Dear Members,

Your Directors feel pleasure in presenting their 37th Annual Report together with the Audited Statements of accounts for the Financial Year ended on 31st March, 2022.

FINANCIAL RESULTS

The performance of the Company for the financial year ended on 31st March, 2022 is summarized below:

Particulars	Year ended 31.03.2022 (in lakhs)	Year ended 31.03.2021 (in lakhs)
Total Revenue	533.42	405.01
Total Expenses	432.63	359.44
Profit/ Loss before Taxation	100.79	45.57
Provision for Income Tax	25.51	13.78
Income tax for previous year	0.24	0.0342
Provision for Deferred Tax	(0.23)	(2.93)
Profit/(Loss) After Tax	75.27	34.68
Prior period adjustments	-	-
Profit/(Loss) for the year after tax and prior period adjustments	**75.27**	**34.68**

DIVIDEND

Your Directors intend to plough back available resources for financial requirements and express their inability to recommend any dividend for the financial year.

RESERVES

The Company has transferred Rs. 15,00,000/- from the statement of profit and loss to general reserve during the year under review.

BUSINESS OPERATIONS

The fiscal year 2021-22 was a period of relative stability. During the year under review, our Company achieved a profit of Rs. 1,00,78,742/-before tax as against Profit Rs. 45,56,512/- in the preceding financial year. Your company hopes to increase its presence in the business in the Coming years, which may increase the top line and also its stability.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board consist of Four (4) Directors and One (1) CFO.

Mr. Chaitanya Chaudhry (Executive Director cum CEO), Ms. Vaishali Chaudhry (Non-Executive Director), Mr. Anil Kumar Sharma (Non Executive and Independent Director) and Mr. Rajeev Kumar Singhal (Non- Executive Director and Independent Director) and Mr. Niraj Chaudhry (CFO) as on end of the Financial Year.

Mr. Chaitanya Chaudhry (DIN 06813394) who retires by rotation at this meeting, and being eligible, offers himself for re-appointment, be and is hereby appointed as a director of the Company liable to retires by rotation.

SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY

No significant and material orders were passed by any Regulator(s) or Court(s) or Tribunal(s) which would impact the going concern status of the company.

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

No material changes and commitment affecting the financial position of the company have occurred between the end of the financial year to which this financial statements relate and the date of this report.

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

The Management Discussion and Analysis Report forms part of this Annual Report in compliances with Regulation 34 of SEBI (LODR) Regulations, 2015 and is annexed marked as **Annexure'B'**.

SUBSIDIARIES, JOINT VENTURE AND ASSOCIATE COMPANY

During the year under review, the Company has no Subsidiary/Joint Venture/ Associate Company.

PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT

The Company has no subsidiaries, associates and joint venture companies so this point is not applicable on the Company.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

Auditors have not reported any frauds during the year under review.

PUBLIC DEPOSITS

During the year under review, the Company has not accepted any deposit under Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 1975.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and Outgo pursuant to Section 134(3)(m) of the Companies Act, 2013, read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 is given in **Annexure 'D'** to this Report.

CORPORATE GOVERNACE

As per Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Compliance with the Corporate Governance Provisions shall not apply in respect of the listed entity having paid up Equity Share Capital not exceeding Rupees Ten Crores and Net worth not exceeding Rupees Twenty Five Crores as on the last day of the previous financial year. However, as a good governance practice, the Directors Report on Corporate Governance is annexed and form part of this report as **Annexure 'E'**.

CORPORATE SOCIAL RESPONSIBILITY

Even though the provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not attracted to the Company yet the Company has been, over the years, pursuing as part of its corporate philosophy, an unwritten CSR policy voluntarily which goes much beyond mere philanthropic gestures and integrates interest, welfare and aspirations of the community with those of the Company itself in an environment of partnership for inclusive development.

BOARDS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

While selecting Directors, the Company looks for an appropriate balance of skills, experience, independence and knowledge to enable them discharge their respective duties and responsibilities effectively. The Company has laid down a clear Policy on remuneration of Directors, Key Managerial Personnel and other employees.

DECLARATION BY AN INDEPENDENT DIRECTOR(S)

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and SEBI (LODR) Regulation, 2015.

APPOINTMENT OF COMPANY SECRETARY

The Company has already appointed Mr. Sunil Kumar, an Associate Member of the Institute of Company Secretaries of India, as Company Secretary of the Company to hold the office w.e.f. 09th March, 2022.

BOARD MEETINGS OF THE COMPANY

The Board met 06 times during the financial year. During the 12 months period ended 31st March, 2022. Board Meetings were held on 29.06.2021, 12.08.2021, 02.09.2021, 12.11.2021, 12.02.2022, 09.03.2022 .

COMMITTEES OF THE BOARD

Following are the three committees constituted by the Board:

1. Audit Committee.
2. Shareholders and Investor Grievance Committee and.
3. Nomination & Remuneration Committee.

The Composition of Board Committees was as under –

1. Audit Committee

The Audit Committee of Company comprising of Mr. Anil Kumar Sharma (Non-Executive & Independent Director), Mr. Rajeev Kumar Singhal (Non-Executive & Independent Director) and Ms. Vaishali Chaudhry (Non-Executive Director). The constituted Audit Committee also meets the requirements under Section 177 of the Companies Act, 2013.

The Chairman of the Committee is Mr. Anil Kumar Sharma, a Non-Executive & Independent Director nominated by the Board.

The terms of reference of the Audit Committee, interalia, include overseeing financial reporting process, reviewing the financial statements and recommending appointment of Auditors.

2. Nomination and Remuneration Committee

The Nomination and Remuneration of Company comprising of Mr. Anil Kumar Sharma (Non-Executive & Independent Director), Mr. Rajeev Kumar Singhal (Non-Executive & Independent Director) and Ms. Vaishali Chaudhry (Non-Executive Director).

The Chairman of the Committee is Mr. Anil Kumar Sharma, a Non-Executive & Independent Director nominated by the Board.

The Committee's scope of work includes identifying the persons who are qualified to become directors and who may be appointed in senior management and recommend to the Board their appointment and removal and carry out evaluation of every director's performance, deciding on remuneration and policy matters related to remunerations of Directors and laying guidelines for remuneration package or compensation.

The Committee has formulated a Nomination and Remuneration Policy relating to the appointment and remuneration for the directors, key managerial personnel and other employees. The nomination and remuneration policy is annexed marked **Annexure 'F'**.

3. Stakeholders Relationship Committee(SRC):

The Stakeholders Relationship Committee of Company comprising of Mr. Anil Kumar Sharma (Non-Executive & Independent Director), Mr. Rajeev Kumar Singhal (Non-Executive & Independent Director) and Ms. Vaishali Chaudhry (Non-Executive Director).

The Chairman of the Committee is Mr. Anil Kumar Sharma, a Non-Executive & Independent Director nominated by the Board.

The Committee inter alia approves issue of duplicate share certificates and oversees and reviews all matters connected with the securities transfer. The Committee also looks into redressal of shareholders complaints like transfer/transmission of shares, non- receipt of Annual Report, non receipt of declared dividends, etc. During the year, nil complaints were received from investors in respect of share transfers.

OVERALL REMUNERATION

Details of all elements of remuneration paid to all the Directors are given in the Corporate Governance Report. Details of remuneration as required under Section 197(12) of Companies Act 2013 read with Rule V of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in this report.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM/ WHISTLE BLOWER POLICY FOR DIRECTORS AND EMPLOYEES

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior, the Company has adopted a vigil mechanism policy. This policy is has been uploaded on the website of the Company- **www.nirajispat.in.**

PREVENTION OF SEXUAL HARRASMENT OF WOMEN AT WORKPLACE

The Company has a Policy on Prevention of Sexual Harassment of Women at Workplace and has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. No case was reported during the year under review.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134 (3(c) of the Companies Act, 2013, with respect to Directors Responsibility statement, it is hereby confirmed that:-

(i) In the preparation of the Annual accounts, the applicable accounting standards have been followed along withproperexplanationrelatingtomaterialdepartures,ifany.

(ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company forthatperiod.

(iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company andforpreventinganddetectingfraudandotherirregularities.

(iv) The Directors have prepared the annual accounts for the financial year ended 31st March 2022 on a goingconcernbasis.

(v) The Director had laid down internal financial controls to be followed by company and that internal financial controls are adequate and operating effectively.

(vi) The Director had devised proper system to ensure compliance with provision of all applicable laws and such is adequate and operating effectively.

AUDITORS

i. Statutory Auditors

M/s. Vipin Kumar & Company , Chartered Accountants, the Statutory Auditors of the Company hold the office from 32nd Annual General Meeting until the conclusion of the 37th Annual General Meeting and on

such remuneration as may be decided by the Board of Directors with mutual consent of the appointee Auditors.

The Company has received letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 139(2) of the Companies Act, 2013 and that they are not disqualified for such appointment within the meaning of Section 139 (1) of the said Act.

ii. Secretarial Auditor

The secretarial audit of the Company has been conducted by M/s. V Kumar and Associates, Company Secretaries (COP No.:10438, FCS: 8976) and their report on the secretarial audit for the year under review is annexed hereto is attached as **ANNEXURE 'G'**.

AUDITORS REPORT

All Observations made in the Independent Auditors' Report and Notes forming part of the Financial Statements are self explanatory and no qualifications, reservations or adverse remarks have been made by the Statutory Auditors in the said Report.

SHIFTING OF REGISTERED OFFICE

During the year under review, the Company has not shifted its registered office.

SECRETARIAL AUDIT REPORT

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

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and as per SEBI (LODR) Regulations 2015, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as Stakeholders Relationship Committee. The Directors expressed their satisfaction with the evaluation process.

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENT MADE UNDER 186 OF THE COMPANIES ACT,2013

The Company has given Loan or Guarantee or made Investment under Section 186 as per the limits specified under Sec 186(2) of the Companies Act 2013.

RELATED PARTY TRNSACTIONS

All the related party transactions that were entered into during the financial year were in the ordinary course of Company's business and on arm's length basis. There are no materially significant related party transactions made by the Company with the Promoters, Key Management Personnel or other designated persons which may have potential conflict with the interest of the Company at large. However the related party transactions are given in **Annexure-A.**

SHARE CAPITAL

A. Increase in Authorised Share Capital and Preferential Allotment of Shares

During the year under review, there is no change in Authorised Capital of the Company.

B. Issue of equity shares with differential rights

Company has not issued any equity shares with differential rights so no disclosure is required as per rule 4 (4) of the Companies (Share Capital and Debentures) Rules 2014

C. Issue of sweat equity shares

Company has not issued sweat equity shares, so no disclosure is required as per rule 8(13) of the Companies (Share Capital and Debentures) Rules 2014.

D. Issue of employee stock options

Company has not issued employee stock options, so no disclosure is required as per rule 12(9) of the Companies (Share Capital and Debentures) Rules 2014.

E. Provision of money by Company for purchase of its own share by employees or by trustee for the benefit of employees

The Company has not made any provision for purchase of its own share by employees or by trustee for the benefit of employees so no disclosure is required as per rule 16(4) of the Companies (Share Capital and Debentures) Rules 2014.

DETAILS IN RESPECT OF ADEQUACY OF INTERIAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENT

The Company has adequate internal financial control system commensurate with the size of the Company and the nature of its business with regards to purchase of Fixed Assets. The activities of the Company do not involve purchase of inventories and sale of goods and services.

For the purposes of effective internal financial control, the Company has adopted various procedures 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,theaccuracy andcompleteness oftheaccountingrecords, and the timely preparation of reliable financial information.

To ensure adequacy of internal financial controls, the procedures adopted by the Company are based on the following parameters:

(a) Familiarity with Policies and Procedures – the related policies and procedures and the changes thereto,ifany,arecommunicatedtothe employeesatthe timeofjoininganditisensuredthat suchperson understands the policies or procedurescorrectly.
(b) Accountability of Transactions – There is a proper delegation of authorities and responsibilities so as to ensure accountability of anytransaction.
(c) Accuracy & Completeness of Financial Statements/ Reports – For accuracy and completeness of information, reconciliation procedure and multiple checking at different level have been adopted. To avoid human error, computer software is extensivelyused.
(d) Retention and Filing of Base Documents – All the source documents are properly filed and stored in a safe manner.Further,importantdocuments,dependinguponitsignificancearealsodigitized.
(e) Segregation of Duties – It is ensured that no person handles all the aspects of a transaction. To avoid any conflictofinterestandtoensurepropriety,thedutieshavebeendistributedatdifferentlevels.
(f) Timeliness – It is also ensured that all the transactions are recorded and reported in atimelymanner.

The procedures are also reviewed by the Statutory Auditors and the Directors of the Company from time to time. There has also been proper reporting mechanism implemented in the organization for reporting any deviation from the procedures.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no unpaid/unclaimed dividend declared and paid in past years, the provisions of Section 125 of the Companies Act, 2013, do not apply.

ANNUAL RETURN

The extract of the Annual Return in Form No. MGT-9 as per Section 92 of the Companies Act 2013 is annexed as **Annexure 'C'**

SEGMENT

The Company is engaged in the business of manufacturing of Polyester Buttons which are governed by the same set of risks and returns and as such are in the same segment.

RISK MANAGEMENT POLICY

Company has implemented proper risk management policy including identification therein of element of risk.

ACKNOWLEDGEMENT

Your Directors wish to place on record and acknowledge their appreciation for the continued support and co- operation received from Government agencies and the shareholders. Your Directors also record their appreciation for the total dedication of employees at all levels.

For and on behalf of the Board of Directors
For Niraj Ispat Industries Limited

Place: New Delhi

Date: 10.08.2022

Sd/-
Vaishali Chaudhry
Director
DIN: 01719640
Address: KD-46, Kavi Nagar
Ghaziabad-201002, Uttar Pradesh

Sd/-
Chaitanya Chaudhary
Director
DIN: 06813394
Address: KD-46, Kavi Nagar
Ghaziabad-201002, Uttar Pradesh

ANNEXURE 'A'

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 transactions under third proviso thereto.

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

Name (s) of the related party & nature of relationship	Nature of contracts /arrangements/transactions	Duration of the contracts/arrangements/ transactions	Salient terms of the contracts or arrangements or transaction including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in General meeting as required under first proviso to section 188
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

- **Details of contracts or arrangements or transactions at Arm's length basis.**

NIRAJ ISPAT INDUSTRIES LIMITED

Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date (s) of approval by the Board, if any	Amount paid as advances, if any
Chaitanya Chaudhry	Interest Paid	During the f.y. 2021-22	NIL	29.06.2021	NIL
Pickup Suppliers Pvt. Ltd.	Interest Paid	During the f.y. 2021-22	NIL	29.06.2021	NIL
Carnation Projects Pvt. Ltd.	Interest Received	During the f.y. 2021-22	NIL	29.06.2021	Nil
Himgiri Hotels Pvt. Ltd.	Interest Received	During the f.y. 2021-22	NIL	29.06.2021	Nil
Habitat Infrastructure Pvt. Ltd.	Interest Received	During the f.y. 2021-22	NIL	29.06.2021	Nil
Spiderman Infrastructure Pvt. Ltd	Interest Received	During the f.y. 2021-22	NIL	29.06.2021	Nil

For and on behalf of the Board of Directors
For Niraj Ispat Industries Limited

Place: New Delhi

Date:10.08.2022

Sd/-

Vaishali Chaudhry
Director
DIN: 01719640
Address: KD-46, Kavi Nagar,
Ghaziabad-201002, Uttar Pradesh

Sd/-

Chaitanya Chaudhary
Director
DIN: 06813394
Address: KD-46, Kavi Nagar,
Ghaziabad-201002, Uttar Pradesh

NIRAJ ISPAT INDUSTRIES LIMITED

ANNEXURE 'B'

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. OPERATING RESULTS OF THECOMPANY

During the Financial Year under consideration the performance of the Company was satisfactory. Net Profit for the year 2021-22 stood at Rs. 75, 26, 647/- as against Net Profit of Rs. 34,68,489/- in the year 2020-21. Furthermore the total Revenue from operation for the year ended March 31st , 2022 stood at Rs. 5,33,41,939/- as compared toRs. 4,05,01,384/- revenue for the year 2020-21.

2. INDUSTRY STRUCTURE ANDDEVELOPMENT

The principal activities of the Company are:

i. The Company carries on the business of manufacturing of polyester buttons in two or four thread holes. Used in dresses, sweaters, pouches and shirts, these buttons can be availed in a variety of colors, sizes and designs. Due to their numerous advantages, these buttons are widely acknowledged in residential and commercial sectors. We are offering these polyester buttonstoourclientsatcost-effectiveprices.

ii. The Company has enriched with vast industry experience, we are offering an exquisite range of Polyester Buttons. At our vendors' end, these buttons are designed using remarkable quality of materials that are procured from certified sources of the market. To ensure flawlessness, these buttons arecomprehensivelycheckedonvariousparametersbytheteam.

3. THREATS

I. With the increase in business segment, the competition has increased from Domestic and other developedcountries.

II. Threats for this Industry are very common and every person is aware of the threats and the risks involved with thisIndustry.

4. PROSPECT &OUTLOOK

The Company presents the analysis of the Company for the year 2021-22 & its outlook for the future. This outlook is based on assessment of the current business environment. It may vary due tofutureeconomic&otherdevelopmentsbothinIndiaandabroad.

5. RISKS ANDCONCERNS

The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensuresteadygrowth.

6. INTERNAL CONTROL SYSTEM AND THEIRADEQUACY

There are well-established procedures for Internal Controls for operations of the Company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The Company has constituted Audit Committee for guidance and proper control of affairs of the Company.

7. HUMANRESOURCES

Human Resources are highly valued assets at Niraj Ispat Industries Limited. The Company seeks to attract, retain and nurture technical & managerial talent across its operations and continues to create, sustain the environment that brings out the best in our people with emphasis on training, learning & development. It aims at career progression and fulfilling satisfactory needs. Performance is recognized and rewarded through up gradation & job enrichment, performance incentives.

For and on behalf of the Board of Directors
ForNirajIspat Industries Limited

Place: New Delhi
Date: 10.08.2022

Sd/-	**Sd/-**
Vaishali Chaudhry	**Chaitanya Chaudhary**
Director	Director
DIN: 01719640	DIN: 06813394
Address: KD-46, Kavi Nagar, Ghaziabad-201002, Uttar Pradesh	Address: KD-46, Kavi Nagar, Ghaziabad-201002, Uttar Pradesh

NIRAJ ISPAT INDUSTRIES LIMITED

ANNEXURE 'C'

ANNEXURE TO DIRECTOR'S REPORT

FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN
As on Financial Year Ended on 31st March, 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 OTHERDETAILS:

CIN	L27106DL1985PLC021811
Registration date	19th August, 1985
Name of the Company	Niraj Ispat Industries Limited
Category / sub-category of the Company	Company limited by shares
Address of the Registered office & Contact Details	5140-41/34, F/F Chaudhary Market, Gali Peti Wali, Rui Mandi, Sadar Bazar, New Delhi- 110006 Tel: 0120-6526390,23551821
Whether listed Company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Skyline Financial Services Private Limited D153A, 1st Floor, Okhla Industrial Area, Phase I, New Delhi 110020 Phone: 011- 64732681/82 Contact Person: Mr. Virender Kumar Rana Mobile No: 9818456709

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	Manufacturing of Polyester Buttons	3699	91.36

III. PARTICULARS OF HOLDING, SUBSIDIARY ANDASSOCIATECOMPANIES

S.No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
	N.A	N.A	N.A.	N.A	N.A

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

i. *Category-wise Share Holding*

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2021)				No. of Shares held at the end of the year (31.03.2022)				% Change during The year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	321100	0	321100	53.52	321100	0	321100	53.52	0
b) Central Govt	00	0	0	0	0	0	0	0	0
c) State Govt(s)	00	0	0	0	0	0	0	0	0
d) Bodies Corp	126400	0	126400	21.06	126400	0	126400	21.06	0
e) Banks / FI	00	0	0	0	0	0	0	0	0
f) Any Other	00	0	0	0	0	0	0	0	0
Sub-total(A)(1):-	447500	0	447500	74.59	447500	0	447500	74.59	0
2) Foreign	0	0	0	0	0	0	0	0	0
a)NRIs-Individuals	0	0	0	0	0	0	0	0	0
b)Other-Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks	0	0	0	0	0	0	0	0	0

/ FI									
e) Any Other….	0	0	0	0	0	0	0	0	0
Sub-total (A)(2):-	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	**447500**	**0**	**447500**	**74.59**	**447500**	**0**	**447500**	**74.59**	**0**
B. Public Shareholding									
1. *Institutions*	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii)Overseas	12860 0	110 0	12970 0	2.16 0	12860 0	110 0	12970 0	2.16 0	0 0
b) Individuals (i) Individual									

shareholders holding nominal share capital uptoRs. 1 lakh	37990	54240	92230	15.37	37990	54240	92230	15.37	0
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	36400	10000	46400	7.73	36400	10000	46400	7.73	0
c) Others(Specify)	0	900	900	0.15	0	900	900	0.15	0
Sub-total(B)(2)	87250	65250	152500	25.42	87250	65250	152500	25.42	0
TotalPublicShareholding(B)=(B)(1)+(B)(2)	87250	65250	152500	25.42	87250	65250	152500	25.42	0
C. Shares heldbyCustodianforGDRs &ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	534750	65250	600000	100.00	534750	65250	600000	100.00	0

ii. *Shareholding of Promoter*

S. No	Shareholder's Name	Shareholding at the beginning of the year	Share holding at the end of the year	

NIRAJ ISPAT INDUSTRIES LIMITED

		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumber- red to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1	Madhu Chaudhry	149600	24.93	0	149600	24.93	0	0
2	Neeraj Chaudhary HUF	54300	9.05	0	54300	9.05	0	0
3	Niraj Steels LLP	24600	4.10	0	24600	4.10	0	0
4	Pickup Suppliers Private Limited	53900	8.98	0	53900	8.98	0	0
5	Haryant Stainless Steels LLP	47900	7.98	0	47900	7.98	0	0
6	Neeraj Chaudhry	61600	10.2	0	61600	10.27	0	0
7	Anuradha Kanodia	20000	3.33	0	20000	3.33	0	0
8	Vaishali Chaudhry	30400	5.07	0	30400	5.07	0	0
9	Vaidehi Chaudhry	5200	0.87	0	5200	0.87	0	0

(ii) Change In Promoter's shareholding (please specify if there is no change)

Sl. No		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
	At the beginning of the year	447500	74.58	447500	74.59
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer /bonus/sweat	NIL	NIL	NIL	NIL
	Equity etc.				
	At the end of the Year	447500	74.58	447500	74.59

(iii)Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs andADRs):

Sl. No	Name of Shareholders	Shareholdingatthe beginningoftheyear		Increase/ Decrease in Shareholding	CumulativeShareholding duringtheyear	
		No. of shares at the beginning	% of total shares of the Company		No. of shares at the end	% of total shares of the Company
1.	Vijay Kumar Agarwal	20000	3.33	Nil	20000	3.33
2.	Jagmohan Nayyar	13400	2.23	Nil	13400	2.23
3.	Karan Nayyar	13000	2.16	Nil	13000	2.16
4.	Neeta Nayyar	5900	0.98	Nil	5900	0.98
5.	Ravindra Kumar Garg	5000	0.83	Nil	5000	0.83
6.	Conrado Traders Private Limited	4525	0.75	Nil	4525	0.75
7.	Omolara Textiles Private Limited	4335	0.72	Nil	4335	0.72
8.	Shahab Tariq	5800	0.97	Nil	5800	0.97
9.	Ashok Kapoor	4150	0.69	Nil	4150	0.69
10.	Mohammed Aadil	4000	0.67	Nil	4000	0.67

(iv) Shareholding of Directors and Key Managerial Personnel

Sl. No		Shareholding at the beginning of the year 1st April, 2021		Shareholding at the end of the year 31st March, 2022	
	For Each of the Directors &KMP	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Vaishali Chaudhry	30400	5.07	30400	5.07
2	Chaitanya Chaudhary	Nil	Nil	Nil	Nil
3	Anil Kumar Sharma	3000	0.5	3000	0.5
4	Rajeev Kumar Singhal	Nil	Nil	Nil	Nil

V INDEBTNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year I) PrincipalAmount II) Interest duebut not paid III) Interest accrued but notdue	-	3,07,34,395	NIL	3,07,34,395
Total (I+II+III)	-	**3,07,34,395**	**NIL**	**3,07,34,395**
Change in Indebtedness during the financial year • Addition • Reduction	- -	- (1,70,03,883)	--- Nil	(1,70,03,883)

Net Change	-	(1,70,03,883)	NIL	(1,70,03,883)
Indebtedness at the end of the financial year I) PrincipalAmount II) Interest duebut not paid III) Interest accrued but notdue	-	1,37,30,512	NIL	1,37,30,512
Total (I+II+III)	**NIL**	**1,37,30,512**	**NIL**	**1,37,30,512**

VI. Remuneration of Directors and Key ManagerialPersonnelRemuneration to Managing Director, Whole-time Directors and/or Manager

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

NIRAJ ISPAT INDUSTRIES LIMITED

A. Remuneration to other Directors:

Sl. no.	Particulars of Remuneration	Name of Directors	Total amount
	Other Non-Executive Directors	Vaishali Chaudhry	Rs. 60,000
	· Fee for attendingboard	NIL	NIL
	· Commission	NIL	NIL
	· Others, pleasespecify		NIL
	·		
	Total (2)	NIL	Rs. 60,000
	Total (B)=(1+2)	NIL	Rs. 60,000
	Total Managerial Remuneration	NIL	Rs. 60,000
	Overall Ceiling as per the Act	NIL	NIL
	Independent Directors	Mr. Anil Kumar Sharma Mr. Rajeev Kumar Singhal	
	·Fee for attending board committee meetings	NIL	NIL
	· Commission	NIL	NIL
	- Others, please specify		

B. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

NIRAJ ISPAT INDUSTRIES LIMITED

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions containedin section 17(1) of the Income-tax Act,1961 (b) Value of perquisites u/s 17(2)Income-tax Act, 1961 (c) Profits in lieu ofsalary	2,40,000 NIL NIL	1,21,000 NIL NIL	1,20,000 NIL NIL	4,81,000 NIL NIL
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission - as % of profit - others, specify	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
	Total	**2,40,000**	**1,21,000**	**1,20,000**	**4,81,000**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OFOFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ punishment/compounding Fees imposed	Authority IRD/NCLT/ Court	Appeal made if any give details
NIL	NIL	NIL	NIL	NIL	NIL

For and on behalf of the Board of Directors
FOR Niraj Ispat Industries Limited

Place: New Delhi
Date: 10.08.2022

Sd/-
Vaishali Chaudhry
Director
DIN: 01719640
Address: KD-46, Kavi Nagar,
Ghaziabad-201002, Uttar Pradesh

Sd/-
Chaitanya Chaudhary
Director
DIN: 06813394
Address: KD-46, Kavi Nagar,
Ghaziabad-201002, Uttar Pradesh

NIRAJ ISPAT INDUSTRIES LIMITED

ANNEXURE 'D'

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

The Information Under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 for the year ended March 31st, 2022 is given here below and forms part of the Director's Report.

I. CONSERVATION OF ENERGY

(a) Measures taken: The Company is aware of the importance of conservation of energy and continuous efforts are being made to reduce energy cost at all levels. Special attention is being given for the use of energy efficient equipments. During the year the Company Replaced the regular fluorescent tube lights with new energy saver LED tube Lights at factory.

(b) Additional investments and proposal for reduction of consumption of energy:

The Company already worked on reducing carbon footprint in all its area of operation through initiatives like placing the solar panel 40.8 KW which generates approx. 180 units per day.The Management is committed to further identify new areas where the conventional equipments can be replaced by latest equipments so as to reduce the consumption of various sources of energy.

(c) Impact of the measures (a) and (b): The Company has achieved reduction in energy costs.

Total energy consumption and consumption per unit of production in prescribed Form 'A' is given below:

FORM – A

Power and Fuel Consumption	2021-22
1. Electricity Total Amount (Rs.)	 33,90,757/-
2. Own Generation (Through Diesel Generator) Cost (Rs.)	 -

II. TECHNOLOGY ABSORPTION

Efforts made in technology absorption as per Form B is given below:

NIRAJ ISPAT INDUSTRIES LIMITED

FORM – B

I. Research and Development (R & D)

1. Specific areas: The R & D activities of the Company are aimed atquality control and improvement/up-gradation of the product range.

2. Benefits derived: Improvement in product quality, development of new value added products and cost effectiveness.

3. Future plan of action: Development of more value added products and making the product more cost effective.

4. Expenditure on R & D: Expenditure on Research & Development are difficult to ascertain as the same staff and equipments are used for production and quality control.

II. Technology Absorption, adoption and innovation:

1. Efforts made: Sustained efforts are being made towards upgrading the process technology.

2. Benefits derived: The Company has been able to improve the quality of its existing products

3. Particulars of technology imported: Nil

III. FOREIGN EXCHANGE EARNINGS AND OUTGO :

(a) Efforts : Various efforts are being made to explore and secure new export market for Company's products.

(b) Earning and outgo :	**2020-21**	**2021-22**
i) Foreign Exchange earning :	NIL	NIL
ii) Foreign Exchange outgo :	NIL	NIL

(b) Value of Imports on CIF Basis	**2020-21**	**2021-22**
Capital Goods (in lacs) :	Nil	Nil

NIRAJ ISPAT INDUSTRIES LIMITED

ANNEXURE 'E'

REPORT ON CORPORATE GOVERNANCE

Corporate Governance is the set of best practices. Corporate governance refers to the set of systems, principles and processes by which a Company is governed. They provide the guidelines as to how the Company can be directed or controlled such that it can fulfill its goals and objectives in a manner that adds to the value of the Company and is also beneficial for all stakeholders in the long term. Stakeholders in this case would include everyone ranging from the Board of Directors, management, and shareholders to customers, employees and society. The Corporate Governance is a key element in enhancing investor confidence, promoting competitiveness and ultimately improving economic growth.

The aim of "Good Corporate Governance" is to ensure commitment of the Board in managing the Company in a transparent manner for maximizing long-term value of the Company for its shareholders and protection of the rights of the shareholders and your Board of Directors are putting their best efforts to fulfill its commitment towards good Corporate Governance.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance philosophy stems from our belief that corporate governance is a key element in improving efficiency and growth as well as enhancing investor confidence. The Corporate Governance philosophy is scripted as:

"As a good corporate citizen, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long term success."

The Company's philosophy of Corporate Governance is to strengthen the investor's trust and ensures a long-term partnership that helps in achieving Company's objectives, meeting its obligations towards stakeholders, and is guided by a strong emphasis on transparency, accountability, integrity and environment responsibility.

Our Company's framework is designed to enable the Board to provide strategic guidelines for the Company the effective over-sight of management. The respective roles and responsibilities of Board Members and Senior Executives are clearly defined to facilitate accountability to Company as well as itsshareholders.Thisensuresabalanceofauthoritysothatnosingleindividualhasunfetteredpowers.

Our Company has taken adequate steps to form various Committees at the Board level to focus attention on crucial issues before placing the same before the Board for consideration. These include 'Audit Committee' and 'Shareholders/Investors Grievance Committee' Independent Directors are appointed not merely to fulfill the listing requirement but for their diverse skills, experience and externalobject.

that they bring to effective performance their role to provide strategic directions and guidance and provide constructive support to management by asking the right questions and generating quality debates and discussions on major decisions.

The Company is in compliance with all the requirements of the corporate governance code as enshrined in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

A. BOARD OF DIRECTORS

The Board provides leadership and strategic guidance, objectively reviews management decisions and exercises control over the Company.

i) CATEGORY ANDCOMPOSITION

In Compliance with the Listing Agreement, the Company has a balanced mix of executive, non-executive and Independent Directors to comply with the Regulation 17 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015. The Board of Directors consists of 4 (Four) Directors, out of which 1 are Executive Directors, 1 is Non- Executive Director and 2 are Non-Executive & Independent Directors. The Chairperson of the Company is Executive Director.

The composition of Board during the year as follows:

Name of the Director	DIN	Designation	Category
Mr. Chaitanya Chaudhry	06813394	Director	Director and Chief Executive Director
Ms. Vaishali Chaudhry	01719640	Director	Non- Executive Director
Mr. Anil Kumar Sharma	02664381	Director	Non- Executive & Independent Director
Mr. Rajeev Kumar Singhal	00284223	Director	Non- Executive & Independent Director

- Mr. Chaitnaya Chaudhry (06813394) who retires by rotation at this meeting, and being eligible, offers himself for re-appointment, be and is hereby appointed as a director of the Company liable to retires by rotation.

ii) BOARD MEETING

The Board meeting is held in every quarter to review the financial results and discuss other issues. Besides the quarter, Board meeting are also held whenever required. To conduct a Board meeting the Directors are informed by giving a notice in advance and the agenda of Board meeting is also dispatched with the notice. The members of Board discussed each agenda in the meeting and take decision after having a proper discussion and obtaining views of all members.

The Board members are free to give their suggestions on any agenda item and can also submit their view for improving the performance of Company.

The Board met 06 times during the financial year. During the 12 months period ended 31st March, 2022. Board Meetings were held on 29.06.2021, 12.08.2021, 02.09.2021, 12.11.2021, 12.02.2022, 09.03.2022 .

Details of attendance of each Director at various meetings of the Company is as follows:

Name of The Director	Designation	Category	No. of Board Meetings Attended	Last AGM attended
Mrs. Vaishali Chaudhry	Director	Non-Executive Director	06	Yes
Mr. Anil Kumar Sharma	Director	Non-Executive & Independent Director	06	Yes
Mr. Chaitanya Chaudhry	Director	Executive Director	06	Yes
Mr. Rajeev Kumar Singhal	Director	Non-Executive & Independent Director	06	Yes

Details of equity shares of the Company held by the Directors as on March 31, 2022is given below:

Name of the Directors	Category	Number of Equity Shares
Ms. Vaishali Chaudhry	Non-Executive Director	30400
Mr. Anil Kumar Sharma	Non-Executive & Independent Director	3000
Mr. Chaitanya Chaudhry	Executive Director	NIL
Mr. Rajeev Kumar Singhal	Non-Executive & Independent Director	NIL

B. AUDIT COMMITTEE:

An Audit committee is a key element in corporate governance process of any Company. The emergence of corporate governance, which refers to the establishment of a structural framework or reforming the existing framework to ensure the working of the Company to best serve the interest of all stakeholders, is a vital concept which has become indispensable in the present capital market state of affairs so as to safeguard the interestofstakeholders.

i) BOARD TERMS OF REFERENCE

The composition of audit committee meets the requirements of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the

Companies Act, 2013. The terms of the reference of Audit Committee include inter alia the following:

Powers of Audit Committee

i. To investigate any activity within its terms of reference.
ii. To seek information from anyemployee.
iii. To obtain outside legal other professional advice.
iv. To secure attendance of outsiders with relevant expertise, If it considers necessary.

Key responsibilities of Audit Committee

1. Oversight of the Company's financial reporting process and the disclosure of its financial information toensurethatthefinancialstatementiscorrect,sufficientandcredible.

2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removalofthe statutory auditorandthe fixationofauditfees.

3. Approvalofpaymenttostatutoryauditorsforanyotherservicesrenderedbythestatutoryauditors.

4. Reviewing,withthemanagement,theannual/Quarterlyfinancialstatementsbeforesubmissionto theBoardforapproval,withparticularreferenceto:

a. MattersrequiredtobeincludedintheDirector'sResponsibilityStatementtobe includedinthe Board'sreportintermsofclause(3)subclause(c)ofsection134oftheCompaniesAct, 2013

b. Changes,ifany,inaccountingpoliciesandpracticesandreasonsforthesame

c. Majoraccountingentriesinvolvingestimatesbasedontheexerciseofjudgmentbymanagement

d. Significantadjustmentsmadeinthefinancialstatements arisingoutofauditfindings

e. Compliance with listing and other legal requirements relating tofinancialstatements.

f. Disclosureofanyrelatedpartytransactions

g. Qualificationsinthedraftauditreport.

h. The quality and acceptabilityof:

- The accounting policies and practices, including without limitation critical accounting policies and practices, all alternative accounting treatments within generally accepted accounting principles for policies and procedures related to material items that have been discussed with management, ramifications of the use of such alternative treatments and the treatment preferred by the external auditors; and

- Financial reporting disclosures and changes thereto, including a review of any material items of correspondence between the Company and the external auditors;

i. The extent to which the financial statements are affected by any unusual transactions or any off-balance sheet arrangements, including any disclosable guarantees, indemnification agreements or interestsinunconsolidatedspecialpurposeentities, intheyearandhow theyaredisclosed;

j. the policies and process for identifying and assessing business risks and the management of these risks;

k. material misstatements detected by the auditors that individually or in aggregate have not been corrected and management's explanations as to why they have notbeenadjusted;

l. possible impairments of the Group'sassets;

m. compliance with financial reporting standards and relevant financial and governance reporting requirements;

5. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps inthismatter.

6. Reviewing, with the management, performance of statutory and internal auditors and adequacy of the internal controlsystems.

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

8. Discussionwithinternalauditorsanysignificantfindingsandfollowupthereon.

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

10. Discussion with statutory auditors before the audit commences, about the nature and scope of auditaswellaspostauditdiscussionto ascertainanyareaofconcern.

11. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends)andcreditors.

12. Toreviewthefunctioningofthe WhistleBlowermechanism,incasethesameisexisting.

13. Mandatoryreviewsthefollowinginformation:

i. Management discussion and analysis of financial condition and resultsofoperations;
ii.Statement of significant related party transactions (as defined by the audit committee), submitted by management;
iii. Managementletters/lettersofinternalcontrolweaknessesissuedbythestatutoryauditors;
iv. Internalauditreportsrelatingtointernalcontrolweaknesses;and
v. Theappointment,removalandtermsofremunerationoftheChiefinternalauditor

14. Overseeingtherelationshipswiththeexternalauditorsasfollows:

i. To consider the appointment of the external auditors and provide the Board with its recommendation to the shareholders on the appointment, reappointment and removal of the external auditors approve the audit engagement fees and terms and review annually their activities, findings,
conclusionsandrecommendations.TheexternalauditorsshallreportdirectlytotheAuditCommittee.

The Audit Committee shall be responsible for ensuring the resolution of any disagreements between management and the external auditors regarding financial reporting;

ii. To discuss with the external auditors the nature and scope of the audit (including any significant ventures, investments or operations which are not subject to audit) and ensure co-ordination if more than one audit firm isinvolved;

iii. To review and monitor the independence of the external auditors and the objectivity and the effectiveness of the audit process including reviewing and monitoring the external auditors' quality control procedures and steps taken by the external auditors to respond to changes in regulatory and other requirements. This review will include a review of the experience and qualifications of the senior membersoftheauditteam,includingrotationalprocedures;

iv. To pre-approve the scope and extent of audit and non-audit services provided to the Group by any third party in the case of audit services and by the external auditors in the case of audit and permitted non-audit services. The Audit Committee may delegate to the Chairman of the Audit Committee(and in his absence any other member) the authority to pre-approve any audit or permitted non-audit service to be provided by the external auditors provided such approvals are presented to the Audit Committee at its next scheduledmeeting;

v. To consider communications from the external auditors on audit planning and findings and on material weaknesses in accounting and internal control systems that came to the auditors' attention, including a review of material items of correspondence between the Company and the external auditors; and

vi. Toensurethattherearenorestrictionsonthescopeofthestatutoryaudit;

15. Such other function, as may be assigned by the Board of Directors from time to time or as may

be stipulated under any law, rule or regulation including the Listing Agreement and the Companies Act, 2013.

THE COMPOSITION AND MEETING OF AUDIT COMMITTEE:

Audit Committee consists of three Directors, namely Mr. Rajeev Kumar Singhal is Non-Executive & Independent Director, Mr. Anil Kumar Sharma is Non-Executive & Independent Director and Mrs. Vaishali Chaudhry is Non-Executive Director. The Constitution of Audit Committee also meets the requirements underSection177 of the Companies Act, 2013.

The Chairman of the Committee is Mr. Anil Kumar Sharma, a Non-Executive & Independent Director nominated by the Board.

The Statutory Auditors are also the invitee to the meetings.

During the year under review, the Committee met Four times on 29.06.2021, 12.08.2021, 12.11.2021 and 12.02.2022.

Constitution of Audit Committee and other related information as on 31st March, 2022 are as under:

The Composition of Audit Committee is as follows:

Name of the Director	**Category**	**Number of meetings during the financial year 2021-22**	
		Held	**Attended**
Mrs. Vaishali Chaudhry	Non-Executive Director	4	4
Mr. Anil Kumar Sharma	Non-Executive & Independent Director	4	4
Mr. Rajeev Kumar Singhal	Non-Executive & Independent Director	4	4

STAKEHOLDERS RELATIONSHIP COMMITTEE:

Composition, meetings and attendance

In compliance with the Regulations of SEBI (LODR) Regulations, 2015 and provisions of the Companies Act, 2013, the Company has constituted an Investor Grievance Committee consisting of majority of Non-Executive Independent Directors. As on 31st March, 2022, Committee consists of three members Comprising of Mr. Anil Kumar Sharma is Non-Executive & Independent Director, Ms. Vaishali Chaudhry, Non-Executive Director and Mr. Rajeev Kumar Singhal is Non-Executive & Independent Director under the Chairmanship of an Independent &Non Executive Director viz Mr.

Anil Kumar Sharma.

Name of the Director	Category	Number of meetings during the financial year 2021-22	
		Held	Attended
Mrs. Vaishali Chaudhry	Non-Executive Director	4	4
Mr. Anil Kumar Sharma	Non-Executive & Independent Director	4	4
Mr. Rajeev Kumar Singhal	Non-Executive & Independent Director	4	4

The Composition of Stakeholders Relationship Committee is as follows:

During the year under review, the Committee met Four times on21.04.2021, 21.07.2021, 21.10.2021 and 21.01.2022.

The broad terms of reference includes the following:

• Redressal of shareholder and investor complaints including, but not limiting itself to transfer of shares and issue of duplicate share certificates, non-receipt of balance sheet, non-receipt of declared dividends, etc.,and

• Monitoring transfers, transmissions, dematerialization, rematerialization, splitting and consolidation of shares issued by the Company.

Share Transfers are processed and duly approved by the committee. Investors Grievances are placed before the committee.

There were no Shareholder/investors complaints pending at the end of the financial year ended on 31.03.2022.

Role and Responsibilities

The role of Stakeholders Relationship Committee includes the review of following:

• To monitor the process of expeditious transfer of shares or debentures.

• To monitor and review the shareholders complaints related to transfer of shares, non-receipt of Balance Sheet, non receipt of declared dividend etc.

• To monitor and review from time to time the systems/ procedures relating to processing of transfer of shares, dematerialization/ re-materialization of share certificates, re-issued of share certificates against split, cancellation, consolidation and lost share certificates etc.

• To investigate any activity and seek information from any employee of the Company, in discharging its duties.

• To obtain outside legal or professional services, If consider necessary.

• To fix the record date for the purposes as required under the Companies act and/or

listing agreement.

• To consider and approve issue of duplicate share certificate in lieu of those reported lost, misplaced, torn, mutilated etc.

• Any other powers which are specifically delegated by the Board from time to time.

Name, designation and address of Compliance Officer:

CS Sunil Kumar
Company Secretary & Compliance Officer
F-183C 1st Floor, Mangal Bazar, Laxmi Nagar, New Delhi-110092

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee consists of three Directors, namely Mr. Rajeev Kumar Singhal is Non-Executive & Independent Director, Mr. Anil Kumar Sharma is Non-Executive & Independent Director and Mrs. Vaishali Chaudhry is Non-Executive Director. The Constitution of Audit Committee also meets the requirements under Section178 of the Companies Act, 2013.

The Chairman of the Committee is Mr. Anil Kumar Sharma, a Non-Executive & Independent Director nominated by the Board.

The Statutory Auditors are also the invitee to the meetings.

During the year under review, the Committee met Six times on 21.04.2021, 21.07.2021, 02.09.2021, 21.10.2021, 21.01.2022 & 09.03.2022

Constitution of Nomination and Remuneration Committee and other related information as on 31st March, 2022 are as under:

The Composition of Nomination and Remuneration Committee is as follows:

Name of the Director	**Category**	**Number of meetings during the financial year 2021-22**	
		Held	**Attended**
Mr. Vaishali Chaudhry	Non-Executive Director	6	6
Mr. Anil Kumar Sharma	Non-Executive & Independent Director	6	6
Mr. Rajeev Kumar Singhal	Non-Executive & Independent Director	6	6

Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors are determined by the Nomination and Remuneration committee. An indicative list of factors that may be evaluated include participation and contribution by a director, committment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgement.

MEANS OF COMMUNICATIONS

The quarterly, half-yearly and annual results of the Company are generally published in newspapers in India which include "The Financial Express" (English) and "Jansatta" (Hindi). The results are also displayed on the Company's website **"www.nirajispat.in".**

DISCLOSURES

CODE OF CONDUCT:

As per SEBI (LODR), 2015, the Board of the Company has laid down Code of Conduct for all the Board members of the Company and Senior Management as well and the same has been posted on Website of the Company. Annual Compliance Report for the year ended 31st March, 2022 has been received from all the Board members and senior management of the Company regarding the compliance of all the provisions of Code of Conduct. Declaration regarding compliance by Board members and senior management personnel with the Company's Code of Conduct is hereby attached as annexure to this report.

MATERIAL NON-LISTED SUBSIDIARY COMPANIES:

SEBI (LODR), 2015 defines a 'material non-listed Indian subsidiary' as an unlisted subsidiary, incorporated in India, whose turnover or net worth (i.e. paid-up capital and free reserves) exceeds 20% of the consolidated turnover or net worth respectively, of the listed holding Company and its subsidiaries in the immediately preceding accounting year.

Company does not have any such subsidiary during the accounting year under review.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

A qualified practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the

total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

RISK MANAGEMENT

The Company has in place a Risk Management policy, which lays down a robust and dynamic process for identification and mitigation of risks. This policy has been adopted by the Audit Committee as well as the Board of Directors of the Company. The Audit Committee reviews the risk management and mitigation plan from time to time.

REMUNERATION OF EACH DIRECTOR/KMP OF THE COMPANY DURING THE FINANCIAL YEAR.

The details of the remuneration paid to other directors and Key Managerial Personnel is given below:

Name of Director/KMP	Designation	Remuneration Paid
Vaishali Chaudhry	Non-Executive Director	Rs. 60,000
Chaitanya Chaudhry	Director cum CEO	Rs. 2,40,000
Niraj Chaudhry	CFO	Rs.1,20,000
Seema Sharma	Company Secretary	Rs. 1,21,000

FEES PAID BY THE COMPANY ITS SUBSIDIARIES TO THE STATUTORY AUDITORS

The Company has paid audit fee of Rs.25,000 per annum for the financial year 2021-22, excluding other professional charges for certification and the reimbursement of out of pocket expenses on actual basis, for payment to M/s Vipin Kumar & Co, the statutory auditors,.

POSTAL BALLOT

During the year under review, we have not conducted any postal ballot in pursuance of Section 108 of the Companies Act, 2013 and Companies (Passing of the Resolution by Postal Ballot) Rules, 2001.

STATUTORY DISCLOSURES

No transactions of material nature have been entered into by the Company with any of the promoters, Directors, their related Companies, firms, subsidiaries or relatives etc. that may have a potential conflict with interest of the Company. The Company has not been penalized, nor have any strictures been passed by the Stock Exchanges, SEBI etc.

NIRAJ ISPAT INDUSTRIES LIMITED

GENERAL SHAREHOLDER INFORMATION

Registered Office:
5140-41/34, F/F Chaudhry Market, Gali Peti wali, Rui Mandi, Sadar Bazar, New Delhi- 110006
Tel: 0120-6526390, 23551821

E-Mail: nirajispatindustries@gmail.ComWebsite: www.nirajispat.in

GENERAL MEETING:-
Location and time for the last 3 AGMs were as follows:-

Particulars	FY 2018-2019	FY 2019-2020	FY 2020-21
Date and time	30th September, 2019, 02:00 P.M.	30th September, 2020, 11:30 A.M.	30th September, 2021, 11:30 A.M.
Venue	5140/41/34 Chaudhry Market, Gali Peti wali, Sadar Bazar, New Delhi- 110006	5140/41/34 Chaudhry Market, Gali Peti wali, Sadar Bazar, New Delhi- 110006	5140/41/34 Chaudhry Market, Gali Peti wali, Sadar Bazar, New Delhi- 110006
Special Resolution	Yes	Yes	Yes

ANNUAL GENERAL MEETING
Date: 22nd September, 2022
Time: 11.00 AM
Venue: 5140-41/34, F/F, Chaudhry Market, Gali Peti Wali, Rui Mandi, Sadar Bazar, New Delhi -110006

FINANCIAL CALENDAR 2021-22(Quarterly Results)

First Quarterly Results ending 30th June 2021: 12.08.2021
Second Quarterly Results ending 30th September, 2021: 12.11.2021
Third Quarterly Results ending 31st December, 2021: 12.02.2022
Fourth QuarterResults ending 31st March, 2022: 30.05.2022

DATE OF BOOK CLOSURE:
10th September, 2022 to 22ndSeptember, 2022 (both days inclusive)

LISTING ON STOCK EXCHANGE

Equity Shares of the Company are listed on**"National Stock Exchange of India Limited"** Exchange Plaza, BandraKurla Complex, Bandra East, Mumbai-400051

An annual listing fee for the financial year 2021-2022 has been paid to the above Stock Exchanges. The Companyhas also paid annual custodial fees for financial year 2021-22 to National Securities Depository Limited (NSDL)

NIRAJ ISPAT INDUSTRIES LIMITED

EQUITY CODE:

National Stock Exchange	**NIRAJISPAT**
International Securities Identification Number (ISIN) of Equity Shares	**INE326T01011**

CORPORATE IDENTIFICATION NUMBER: L27106DL1985PLC021811

REGISTRAR AND SHARE TRANSFER AGENT:
Skyline Financial Services Private Limited D-153, 1st Floor, Okhla Industrial Area, Phase – 1, New Delhi – 110 020
Telephone: 011-64732681-88
Fax: 011-26812682
E-mail: virenr@skylinerta.com

LOCATION OF PLANTS
D- 10, Industrial Area,
Bulandshahar Road,
Ghaziabad
Email: Chaudhrygroups@yahoo.com

ADDRESS FOR CORRESPONDENCE
Niraj Ispat Industries Limited
Registered Office:
5140-41/34 F/F, Chaudhry Market, Gali Petiwali, Rui Mandi, Sadar Bazar, New Delhi-110006
Email:nirajispatindustries@gmail.Com

Corporate Office:
Chaudhry Cinema Building,
19, G.T. Road Ghaziabad-201001, Uttar Pradesh

NIRAJ ISPAT INDUSTRIES LIMITED

Shareholding as on March 31, 2022 :

(a) Distribution of Shareholding as on March 31, 2022 :

Share or Debenture holding Nominal Value	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount	% to Total Amount
(Rs.)			(Rs.)	
1	2	3	4	5
Up To 5,000	480	93.02	285500.00	4.76
5001 To 10,000	0	0.00	0.00	0.00
10001 To 20,000	9	1.74	168000.00	2.80
20001 To 30,000	2	0.39	51000.00	0.85
30001 To 40,000	7	1.36	259400.00	4.32
40001 To 50,000	4	0.78	180100.00	3.00
50001 To 1,00,000	3	0.58	169000.00	2.82
1,00,000 and Above	11	2.13	4887000.00	81.45
Total	**516**	**100.00**	**6000000.00**	**100.00**

(b) Categories of equity shareholders as on March 31, 2022:

Category	Total No. of Shares	Percentage
Promoter		
a) Indian	447500	74.59
b) Foreign	–	–
Public		
a)Institutional Shareholding	–	–
b) General Public	152500	25.42

(C) Top ten equity shareholders of the Company as on March 31, 2022 :

Sr. No	Name of Shareholders	Number of Shares Held	% of Holding
1.	VIJAY KUMAR AGARWAL	20000	3.33
2.	JAGMOHAN NAYYAR	13400	2.33
3.	NIRAJ STEEL LLP	24600	4.10
4.	PICKUP SUPPLIERS PRIVATE LIMITED	53900	8.98
5.	HARYANT STAINLESS STEELS LLP	47900	7.98

6.	NIRAJ CHAUDHRY	61600	10.27
7.	VAISHALI CHAUDHRY	30400	5.07
8.	MADHU CHAUDHRY	149600	24.93
9.	NEERAJ CHAUDHARY HUF	54300	9.05
10.	ANURADHA KANODIA	20000	3.33

DECLARATION

None of the Director of the Company is a Director of more than 20 Companies and member of more than 10 committees or Chairman of more than 5 committees across all companies in which he is a Director.

For and on behalf of the Board of Directors
For Niraj Ispat Industries Limited

Place: New Delhi
Date: 10.08.2022

Sd/-
Vaishali Chaudhry
Director
DIN: 01719640
Address: KD-46, Kavi Nagar,
Ghaziabad-201002, Uttar Pradesh

Sd/-
Chaitanya Chaudhary
Director
DIN: 06813394
Address: KD-46, Kavi Nagar,
Ghaziabad-201002, Uttar Pradesh

NIRAJ ISPAT INDUSTRIES LIMITED

Annexure –'F'

NOMINATION AND REMUNERATION POLICY

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

DEFINITIONS

"Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

"Key Managerial Personnel" means:

(i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;

(ii) Chief Financial Officer;

(iii) Company Secretary; and

(iv) such other officer as may be prescribed.

"Senior Managerial Personnel" mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management of rank equivalent to General Manager and above, including all functional heads.

OBJECTIVE

The objective of the policy is to ensure that

• the level and composition of remuneration is reasonable and sufficient to attract, retainand motivate directors of the quality required to run the company successfully;

• relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

• remuneration to directors, key managerial personnel and senior management involvea balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

Role of the Committee:

The role of the NRC will be the following:

- To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of Director's performance.
- To recommend to the Board the appointment and removal of Directors and SeniorManagement.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- To devise a policy on Board diversity, composition, size.
- Succession planning for replacing Key Executives and overseeing.
- To carry out any other function as is mandated by the Board from time to time and/ or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR PERSONNEL AND SENIOR MANAGEMENT

(a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's requirements.

(b) A person should possess adequate qualification, expertise and experience w.r.t. the position for which his/her appointment is considered. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient/ satisfactory for the position.

(c) The Company shall not appoint or continue the employment of any person as its Managing Director, Whole-time Director or Manager who has attained the age of seventy years.

Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

TERM / TENURE

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Managing Director, Whole-time Director or Manager for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiration of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

EVALUATION

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and in compliance of the Companies Act, 2013, rules and regulations made there under and the policy of the Company**.**

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company in compliancewith the provisions of the Act. 36

POLICY FOR REMUNERATION TO DIRECTORS/KMP/SENIOR MAN POLICY FOR REMUNERATION TO DIRECTORS/KMP/SENIOR MANAGEMENT PERSONNEL AGEMENT PERSONNEL

(1) Remuneration to Managing Director/ Whole- Remuneration to Managing Director/ Whole---time Directors time Directors:

(a) The Remuneration/ Commission etc. to be paid to Managing Director/ Whole-time Directors/ Manager etc. shall be governed as per provisions of the Companies Act, 2013 and rules made

there under or any other enactment for the time being in force and the approvals obtained

from the Members of the Company.

(b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director/ Whole-time Directors.

(2) Remuneration to Non- (2) Remuneration to Non--- Executive/ Executive/ Executive/ Independent Directors: Independent Directors: Independent Directors**:**

(a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

(b) All the remuneration of the Non- Executive/ Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

(c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

(d) Any remuneration paid to Non- Executive /Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:

i) The Services are rendered by such Director in his capacity as the professional; and

ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

(3) Remuneration to Key Managerial Personnel and Se (3) Remuneration to Key Managerial Personnel and Senior Management: Management:

(a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013.

(b) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.

(c) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate

IMPLEMENTATION

The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate. The Committee may delegate any of its powers to one or more of its members.

NIRAJ ISPAT INDUSTRIES LIMITED

CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

I, **Niraj Chaudhry**, CFO, of **Niraj Ispat Industries Limited**, to the best of my knowledge and belief hereby certify that:

(a) I have reviewed financial statements and the cash flow statements for the year and that to the best of my knowledge andbelief:

i) These statements do not contain any materially untrue statement or omit any material fact or containstatementsthatmightbemisleading;

ii) These statements together present a true and fair view of the Company's affairs and are in compliancewithexistingaccountingstandards,applicablelawsandregulations

b) There are no transactions entered into by the Company during the year that are fraudulent, illegal or violative of the Company's Code of Conduct;

c) I accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design and operations of such internal controls, if any, of which I am aware and the steps wehavetakenorproposetotaketorectifythesedeficiencies.

d) IhaveindicatedtotheauditorsandtheAuditCommittee:

(i) Significant changes in the internal control over financial reporting during the year under reference;

(ii) Significant changes in the accounting policies during the year and that the same has been disclosedinthenotes tothefinancialstatements;and

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

By Order of the Board of Directors
FOR NIRAJ ISPAT INDUSTRIES LIMITED

Place: **New Delhi**
Date: 10.08.2022

Sd/-
Name: Niraj Chaudhry
Designation: CFO
Address: KD-46, Old Kavi Nagar,
Ghaziabad-201002, U.P.

NIRAJ ISPAT INDUSTRIES LIMITED

CERTIFICATEON CORPORATE GOVERNANCE

The Members of
NIRAJ ISPAT INDUSTRIES LIMITED

We have examined the compliance of conditions of Corporate Governance by **NIRAJ ISPAT INDUSTRIES LIMITED**for the year ended on March 31, 2022 as stipulated in SEBI (LODR) Regulations 2015.

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

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

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Investors Grievance Committee.

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

For V Kumar & Associates
Company Secretary In Practice

Sd/-
(VIVEK KUMAR)
FCS: 8976
COP : 10438
UDIN: F008976D000837199

Place:NewDelhi
Dated:24/08/2022

NIRAJ ISPAT INDUSTRIES LIMITED

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
NIRAJ ISPAT INDUSTRIES LIMITED
5140-41/34, F/F Chaudhary Market Gali Peti Wali,
Rui Mandi, Sadar Bazar, Delhi-110006

We have examined the relevant registers, records, forms, returns and disclosures received from directors of **NIRAJ ISPAT INDUSTRIES LIMITED**having CIN: L27106DL1985PLC021811 and having registered office at 5140-41/34, F/F Chaudhary Market Gali Peti Wali, Rui Mandi, Sadar Bazar, Delhi - 110006, (hereinafter referred to as "the Company") produced before us by the Company for the purpose of issuing this certificate, in accordance with regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers and representation given by the management we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority:

Sr. No.	DIN	Name of Director	Date of Appointment in Company
1	00284223	RAJEEV KUMAR SINGHAL	31/03/2015
2	01719640	VAISHALI CHAUDHRY	29/11/2001
3	02664381	ANIL KUMAR SHARMA	15/06/2006
4	06813394	CHAITANYA CHAUDHRY	27/02/2015

It is solemnly the responsibility of Directors to submit relevant declarations and disclosures with complete and accurate information in compliance with the relevant provisions. Further, ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This

certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For V Kumar & Associates
Company Secretary In Practice

Place:NewDelhi
Dated:24/08/2022

Sd/-
(VIVEK KUMAR)
FCS: 8976
COP : 10438
UDIN :F008976D000837155

NIRAJ ISPAT INDUSTRIES LIMITED

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. The Code of Conduct as adopted is available on the Company's website. I confirm that the Company has in respect of the Financial Year ended March 31, 2022, received from the Senior Management team of the Company and the members of the Board, a declaration of Compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Presidents, Sr. Vice Presidents and Vice President Cadre as on March 31, 2022.

By Order of the Board
Niraj Ispat Industries Limited

Sd/-
Chaitanya Chaudhry
Director
DIN: 06813394
Address: KD-46, Kavi Nagar,
Ghaziabad-201002, Uttar Pradesh

NIRAJ ISPAT INDUSTRIES LIMITED

ANNEXURE 'G'

FORM NO. MR-3
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2022
[Pursuant to Section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members**,**
Niraj Ispat Industries Limited,
5140-41/34 F/F Chaudhry Market,
Gali Petiwali, Rui Mandi, Sadar Bazar,
Delhi -110006

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

Based on our verification of the **Niraj Ispat Industries Limited** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 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 **Niraj Ispat Industries Limited** ("the Company") for the financial year ended on **31st March, 2022** according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules madethereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules madethere under;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framedthereunder;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;- ***Not applicable as the Company has not made any such transaction during the financial year under review***;
(v) ThefollowingRegulationsandGuidelinesprescribedundertheSecuritiesandExchange

Board of India Act, 1992 ('SEBIAct'):-

a. TheSecuritiesandExchangeBoardofIndia(SubstantialAcquisitionofSharesandTakeovers) Regulations,2011;

b. TheSecuritiesandExchangeBoardofIndia(IssueofCapitalandDisclosureRequirements) Regulations,2009;

c. The Securities and Exchange Board of India (Employee Stock Option Scheme andEmployee Stock Purchase Scheme) Guidelines,1999;

d. TheSecuritiesandExchangeBoardofIndia(IssueandListingofDebtSecurities)Regulations, 2008;- - ***Not applicable as the Company has not issued any listed debt securities during the period under review***;

e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations,1993regardingtheCompaniesActanddealingwithclient;

f. TheSecuritiesandExchangeBoardofIndia(DelistingofEquityShares)Regulations,2009,- ***Not applicable as the Company has not delisted/proposed to delist its equity shares from any stock exchange during the financial year under review***;

g. TheSecuritiesandExchangeBoardofIndia(BuybackofSecurities)Regulations,1998;- ***Not applicable as the Company has not bought back/proposed to buyback any of its securities during the financial year under review.***

(v) The other applicable laws on this Company are as follows:

a. Factories Act,1948
b. Industrial DisputeAct,1947
c. The Payment of Wages Act,1936
d. The Minimum Wages Act,1948
e. Employees' State Insurance Act,1948
f. The Payment of Bonus Act,1965
g. The Payment of Gratuity Act,1972
h. The Contract Labour (Regulation & Abolition)Act,1970
i. The Maternity Benefit Act,1961
j. The Child Labour(Prohibition & Regulation)Act,1986
k. The Industrial Employment (Standing Order)Act,1946
l. The Employee Compensation Act,1923
m. The Apprentices Act,1961
n. Equal Remuneration Act,1976
o. The Employment Exchange(Compulsory Notification of

Vacancies)Act,1956

We have also examined compliance with the applicable clauses ofthefollowing:

(i) Secretarial Standards issued by The Institute of Company SecretariesofIndia.
(ii) SEBI(ListingObligationsandDisclosureRequirements)Regulations,2015.
(iii) EquityListingAgreementuptotheextentapplicable.

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

We further report that:

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

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period the company got listed at National Stock Exchange of India.

Date:-24.08.2022
Place:-New Delhi

For **V Kumar and Associates**
Company Secretaries in Practice

Sd/-
Vivek Kumar

NIRAJ ISPAT INDUSTRIES LIMITED

FCS No: - 8976
CP No: - 10438
UDIN: *F008976D000837166*

This report is to be read with our letter of even date which is annexed as Annexure 'I' and form part of an integral part of this report.

Annexure 'I'

To,
The Members,
Niraj Ispat Industries Limited,
5140-41/34 F/F Chaudhry Market, GaliPetiwali
RuiMandi, Sadar Bazar, Delhi – 110006

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

Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on this secretarial record based on our audit.

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

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

NIRAJ ISPAT INDUSTRIES LIMITED

Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc

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 procedures on test basis.

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

Date:-24.08.2022
Place:-New Delhi

For **V Kumar and Associates**
Company Secretaries in Practice

Sd/-
Vivek Kumar
FCS No: - 8976
CP No: - 10438
UDIN: *F008976D000837166*

NIRAJ ISPAT INDUSTRIES LIMITED

INDEPENDENT AUDITORS' REPORT

To The Members of
NIRAJ ISPAT INDUSTRIES LIMITED

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of Niraj Ispat Industries Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Cash Flow and the Statement of Changes in Equity 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 "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its profit including other comprehensive income, its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, 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 audit opinion on the Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements for the financial year ended March 31, 2022. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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

1. **Property, Plant & Equipment and Capital Work in progress**

Valuation and existence of property, plant and equipment including assessment of useful lives and residual value. Property, plant and equipment represents a significant proportion of the Company's asset base. The estimates and assumptions made to determine the carrying amounts, including whether and when to capitalize or expense certain costs, and the determination of depreciation charges are material to the Company's financial position and performance. The charges in respect of periodic depreciation are derived after estimating an asset's expected useful life and the expected residual value. Changes to asset's carrying amounts, expected useful lives or residual value could result in a material impact on the financial statements an hence considered as key audit matter.

How our audit addressed the Key Audit Matter

Our audit procedures included the following:

Our audit approach consisted evaluation of design and implementation of controls, and testing the operating effectiveness of the internal controls over valuation of property, plant and equipment and review of useful lives; Periodic physical verification of property, plant and equipment for adequacy and appropriateness of the accounting and disclosure by the Management:

- We obtained an understanding of the Company's capitalization policy and assessed for compliance with the relevant accounting standards;

- We carried out substantive tests on random sampling for all the major additions, deletions to the assets by applying all the characteristics of capital expenditure, proper classification of the same, with reference to the company's policy and accounting standards;

- We obtained an understanding on management assessment relating to progress of projects and their intention to bring the asset to its intended use.

- We obtained certificates relating to useful lives of assets where, required.

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

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

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

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management and Those Charged with Governance for the Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive Income, cash flows and changes in the equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

This responsibility also includes 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 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 Ind AS financialstatements that give a true and fair view and are free from materialmisstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities For The Audit of the Ind AS Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, 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 Ind AS financial statements for the financial year ended March 31, 2022 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and record of the Company as we considered appropriate and according to the information and explanations given to us, we give in 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c. The Balance Sheet, The Statement of Profit and Loss including Other Comprehensive Income, the statement of Cash Flow and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

   d. In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.

   e. On the basis of written representations received from the directors as on March 31, 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" to this report.

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, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.;

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, as amended, in our opinion and to the best of our information and according to the explanations given to us :

(i) The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements.

(ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

(iii) There has been no delay in transferring amount, 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 it's knowledge and belief, as disclosed in Note 34 to the financial statements, 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, 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.

(b) The Management has represented, that, to the best of it's knowledge and belief, as disclosedin Note 34 to the financial statements, 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, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For VIPIN KUMAR &COMPANY
Chartered Accountants
Firm Reg. No. 002123C

Sd/-
(V. K. AGARWAL)
FCA/Prop.
M.No. 071279
UDIN 22071279AJWCWY1447

Place : SAHARANPUR
Date : 30th May 2022

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Control Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies act, 2013 ('the Act')

We have audited the internal financial controls over financial reporting of Niraj Ispat Industries Limited ("the Company") as on March 31, 2022 in conjunction with our audit of the Ind AS financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the company considering essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note'). 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 asset, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of the reliable financial information, as required under the Act.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting with reference to these financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) 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 with reference to these financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

NIRAJ ISPAT INDUSTRIES LIMITED

Opinion

In our opinion, to the best of our information and according to the explanations given to us, 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 March 31, 2021, based on the internal control over financial reporting criteria established by the

Company considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

For VIPIN KUMAR & COMPANY
Chartered Accountants
Firm Reg. No. 002123C

(V. K. AGARWAL)
FCA/Prop.
M. No. 071279
UDIN 22071279AJWCWY1447

Place : SAHARANPUR
Date : 30th May 2022

NIRAJ ISPAT INDUSTRIES LIMITED

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Requirement' section of our report of even date)

Report on Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ('the Act') of Niraj Ispat Industries Limited ("the Company"):

1. (a) The company has maintained proper records showing full particulars, including quantitative details and situation of property, plant & equipment, capital work-in-progress.

   (b) The Company has a regular programme for physical verification in phased periodic manner, which, in our opinion is reasonable having regard to the size of the company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

   (c) According to the information and explanations given to us and the record examined by us and based on the examination of registered sales deed/ conveyance deed / transfer deed provided to us, we report that the title deeds, comprising all the immovable property of land and acquired building which are freehold, are held in the name of the Company as at the balance sheet.

   (d) The Company has not revalued any of its property, plant and equipment during the year.

   (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

2. (a) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals except for inventories lying with third parties where confirmations have been received by the management. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories / alternate procedures performed as applicable, when compared with the books of account.

(b) The Company has been sanctioned working capital limits from banks and financial institutionson the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements comprising stock and book debt statements, filed by the Company with such banks are in agreement with the unaudited books of account of the Company of the respective quarters.

3. According to the information and explanations given to us, the company has not made any investment in, provided any guarantee or security or granted any loans or advance in the nature of loans, secured or unsecured. to companies, firms, limited liability partnerships or any other parties covered in the register maintained under section 189 of the Act.

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

5. The company has not accepted any deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3 (v) of the order are not applicable to the Company.

6. As explained to us, the Central Government of India has not specified the maintenance of cost records under sub section (1) of section 148 of the Act for any products of the Company. Therefore the provisions of clause 3(vi) of the order are not applicable.

7. According to the information and explanations given to us, in respect of statutory dues:

(i) The Company has generally been regular in depositing undisputed statutory dues including provident fund, employees' state insurance, Income tax, sales tax, goods and service tax, service tax, value added tax, duty of customs, duty of excise, cess and any other material statutory dues applicable to it with appropriate authorities.

(ii) There are no undisputed amounts payable in respect of provident fund, employees' state insurance, Income tax, sales tax, goods and service tax, service tax, value added tax, duty of customs, duty of excise, cess and any other material statutory dues in arrears as at 31st March, 2022 for a period of more than six months from the date they became payable.

8. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

9. (a) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowings to the banks and financial institutions.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained

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

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, an associate or a joint venture

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

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

(b) The Company has not made private placement of shares during the year and hence reporting under clause 3(x)(b) of the Order is not applicable.

11 (a) According to the information and explanations given to us, no material fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As Auditor, we did not receive any whistle-blower complaint during the year.

12. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable

13. According to the information and explanations given to us, the transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act 2013 where applicable and details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.

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

    (b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto March 2022.

15. According the information and explanation given to us, the company has not entered into any non-cash transaction with the director or persons connected with his as referred to in section 192 of the Companies Act, 2013.

16. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934
    (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year
    (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India
    (d) As per the information and explanation received, the group does not have any CIC as part of the group.

17. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year

18. There has been no resignation of the statutory auditors of the Company during the year.

19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither 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.

20. There is not liability of the company under the provision of section 135 of the Companies Act, relating to Corporate Social Responsibility. Therefore the Provision of Clause (xx) of paragraph 3 of the order are not applicable to the Company.

21. The Company has not made investments in subsidiary company. Therefore, the company does not require to prepare consolidated financial statement. Therefore, the provisions of Clause (xxi) of paragraph 3 of the order are not applicable to the Company.

For VIPIN KUMAR & COMPANY
Chartered Accountants
Firm Reg. No. 002123C

(V. K. AGARWAL)
FCA/Prop.
M. No. 071279
UDIN 22071279AJWCWY1447

Place : SAHARANPUR
Date : 30th May 2022

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

BALANCE SHEET AS AT 31st MARCH 2022 (Rs. in Lakh)

PARTICULARS	Note No.	As at 31.03.2022	As at 31.03.2021
ASSETS			
(1) Non-current assets			
Property, plant and equipment	1	164.67	180.04
Financial assets			
Investment	2	23.19	23.19
Other non-current assets	3	8.05	8.05
Total - Non current assets		**195.91**	**211.28**
(2) Current assets			
Inventories	4	24.97	24.23
Financial Assets			
Trade receivables	5	83.29	67.65
Cash and cash equivalents	6	6.67	15.42
Other balances with banks		-	-
Other current assets	7	1,094.98	1,098.84
Total - Current assets		**1,209.91**	**1,206.14**
TOTAL - ASSETS		**1,405.82**	**1,417.42**
EQUITY AND LIABILITIES			
(3) Equity			
Equity share capital	8	60.00	60.00
Other equity	9	989.17	913.90
Total - Equity		**1,049.17**	**973.90**
(4) Non-current liabilities			
Financial liabilities			
Borrowings	10	137.31	307.34
Provisions		-	-
Deffered tax liabilities (net)	11	17.66	17.89
Total - Non current liabilities		**154.96**	**325.23**
(5) Current liabilities			
Financial liabilities			
Borrowings	12	0.34	-
Trade payables	13	160.71	88.40
Provisions	14	25.51	13.78
Other current liabilities	15	15.13	16.12
Total - Current liabilities		**201.69**	**118.29**
TOTAL - EQUITY AND LIABILITIES		**1,405.82**	**1,417.42**
		-	-

See accompanying notes to the Financial Statements

As per our report of even date attached
For VIPIN KUMAR & COMPANY
Chartered Accountants
Firm Regn. No. 002123C

Sd/-
(V. K. AGARWAL)
FCA
M.No. 071279
UDIN 22071279AJWCWY1447

Place: Delhi
Dated: 30.05.2022

For & ON BEHALF OF BOARD
For NIRAJ ISPAT INDUSTRIES LTD.

Sd/-
(Vaishali Chaudhry)
Director
Din 01719640

Sd/-
(Chaitanya Chaudhry)
Director and CEO
Din 06813394

Sd/-
(Niraj Chaudhry)
CFO

Sd/-
(Sunil Kumar)
Company Secretary

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31st MARCH 2022

(Rs. in Lakh)

PARTICULARS	Note No.	Year ended on 31.03.2022	Year ended on 31.03.2021
I Revenue from operations	16	487.36	356.47
II Other Income	17	46.06	48.55
III Total income		**533.42**	**405.01**
IV Expenses			
(a) Cost of raw materials consumed	18	289.23	206.00
(b) Changes in Inventories of Finished Goods, work-in-progress and Stock-in-trade	19	2.96	(3.83)
(c) Employee Benefit Expenses	20	28.51	37.63
(d) Finance Cost	21	6.08	5.23
(e) Depreciation & Amortization Expenses	1	16.94	28.58
(f) Other Expenses	22	88.92	85.83
Total expenses		**432.63**	**359.45**
V Profit before exceptional item & tax (III - IV)		**100.79**	**45.57**
VI Exceptional Items			
VII Profit/(loss) before tax (V-VI)		**100.79**	**45.57**
VIII Tax Expenses			
Income tax for previous year		0.24	0.03
Current Tax		25.51	13.78
Deferred Tax		(0.23)	(2.93)
IX Profit for the years (VII-VIII)		**75.27**	**34.68**
X Other Comprehensive Income for the period			
A (i) Items that will not be reclassified to profit or loss			
(ii) Income tax relating to items that will not be reclassified to profit or loss			
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Other Comprehaensive Income			
XI Total Comprehensive income for the year		**75.27**	**34.68**
XII Earnings per share			
Basic and Diluted		12.54	5.78
XIII Notes forming part of financial statement			

See accompanying notes to the Financial Statements

As per our report of even date attached
For VIPIN KUMAR & COMPANY
Chartered Accountants
Firm Regn. No. 002123C

Sd/-
(V. K. AGARWAL)
FCA
M.No. 071279
UDIN 22071279AJWCWY1447

For & ON BEHALF OF BOARD
For NIRAJ ISPAT INDUSTRIES LTD.

Sd/-
(Vaishali Chaudhry)
Director
Din 01719640

Sd/-
(Chaitanya Chaudhry)
Director and CEO
Din 06813394

Sd/-
(Niraj Chaudhry)
CFO

Sd/-
(Sunil Kumar)
Company Secretary

Place: Delhi
Dated: 30.05.2022

NIRAJ ISPAT INDUSTRIES LIMITED

M/S NIRAJ ISPAT INDUSTRIES LTD

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2022 **(Rs. in Lakh)**

PARTICULARS	31.03.2022	31.03.2021
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax and extraordinary items	100.79	45.57
Adjustments for :		
Depreciation	16.94	28.58
Finance Cost	6.08	5.23
Other Income from Investments	(46.06)	(48.23)
Prov. for change in Fair value of Shares	-	(0.32)
Operating profit before working capital changes	77.75	30.83
Adjustments for :		
Trade & Other Receivables	(11.78)	(26.61)
Inventories	(0.74)	(0.35)
Trade & Other Payables	83.06	15.71
Cash generated from operations	148.29	19.59
Direct Taxes	(25.51)	(13.78)
Previous Year Adjustment	(0.24)	(0.03)
NET CASH FROM OPERATING ACTIVITIES (A)	122.54	5.78
CASH FLOW FROM INVESTMENTS ACTIVITIES		
Purchase of fixed assets	(1.57)	(3.53)
Sale of fixed assets	-	-
Other Income from Investments	46.06	48.23
NET CASH USED IN INVESTING ACTIVITIES (B)	44.49	44.71
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Unsecured Loans	(170.04)	(40.03)
Proceeds from borrowing from working capital	0.34	-
Proceeds from borrowing from term loans	-	-
Increase /(Decrease) in Investments	-	-
Interest paid	(6.08)	(5.23)
NET CASH USED IN FINANCING ACTIVITIES (C)	(175.78)	(45.27)
Net change in cash and cash equivalents	(8.76)	5.22
Cash and cash equivalents as at Ist April	15.42	10.21
Cash and cash equivalents as at 31st March	6.67	15.42
	-	- (0)

Note:-
1. The above Cash flow statement has been prepared under the "Indirect Method" as set out in Ind AS-7
2. Figures in bracket indicate Cash Outflow

As per our report of even date attached
For VIPIN KUMAR & COMPANY
Chartered Accountants
Firm Regn. No. 002123C

Sd/-
(V. K. AGARWAL)
FCA
M.No. 071279
UDIN 22071279AJWCWY1447

For & ON BEHALF OF BOARD
For NIRAJ ISPAT INDUSTRIES LTD.

Sd/-
(Vaishali Chaudhry)
Director
Din 01719640

Sd/-
(Chaitanya Chaudhry)
Director and CEO
Din 06813394

Sd/-
(Niraj Chaudhry)
CFO

Sd/-
(Sunil Kumar)
Company Secretary

Place: Delhi
Dated: 30.05.2022

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31st MARCH 2022

A. Equity Share Capital **(Rs. in Lakh)**

Equity Shares of Rs. 10/- each issued, subscribed and fully paid	No. of Shares	Amount
As at April 1, 2020	6.00	60.00
Issued during the year	-	-
As at March, 31 2021	6.00	60.00
Issued during the year	-	-
As at March, 31 2022	6.00	60.00

B. Other Equity

	General Reserve	Retained Earnings	Total
As at April 1, 2020	**130.83**	**748.38**	**879.22**
Profit for the year	-	34.68	34.68
Transfer within equity	8.00	(8.00)	-
Other Comprehensive Income	-	-	-
Total Comprensive income	**8.00**	**26.68**	**34.68**
-Final dividend on equity Shares	-	-	-
-Tax on Final dividend on equity Shares	-	-	-
As at March 31, 2021	**138.83**	**775.07**	**913.90**
Profit for the year	-	75.27	75.27
Transfer within equity	15.00	(15.00)	-
Other Comprehensive Income	-	-	-
Total Comprensive income	**15.00**	**60.27**	**75.27**
-Final dividend on equity Shares	-	-	-
-Tax on Final dividend on equity Shares	-	-	-
As at March 31, 2022	**153.83**	**835.33**	**989.17**

As per our report of even date attached
For VIPIN KUMAR & COMPANY
Chartered Accountants
Firm Regn. No. 002123C

Sd/-
(V. K. AGARWAL)
FCA
M.No. 071279
UDIN 22071279AJWCWY1447

Place: Delhi
Dated: 30.05.2022

For & ON BEHALF OF BOARD
For NIRAJ ISPAT INDUSTRIES LTD.

Sd/-
(Vaishali Chaudhry)
Director
Din 01719640

Sd/-
(Chaitanya Chaudhry)
Director and CEO
Din 06813394

Sd/-
(Niraj Chaudhry)
CFO

Sd/-
(Sunil Kumar)
Company Secretary

NIRAJ ISPAT INDUSTRIES LIMITED

Notes on Financial Statement for the year ended 31st March, 2022					Niraj Ispat Industries Limited					
1. (a) Property, Plant and equipment										(Rs. in Lakh)
Particulars	Leasehold land	Factory Buildings	Furniture & Fixture	Electric Installation	Crane	Generator	Type Writer	Tools & Implements	Plant and Machinery	Tangibles Total (A)
Cost/Deemed Cost										
At 1 April 2021	2.16	1.55	0.08	3.32	0.00	1.66	0.00	0.04	234.71	243.53
Additions	-	-	0.06	-	-	-	-	-	1.31	1.37
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	2.16	1.55	0.14	3.32	0.00	1.66	0.00	0.04	236.02	244.90
Accumulated depreciation and impairment										
At 1 April 2021	-	0.75	0.06	2.67	-	0.79	-	0.02	78.40	82.68
Depreciation expenses	-	0.15	0.01	-	-	0.16	-	0.00	16.13	16.45
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2022	-	0.90	0.07	2.67	-	0.94	-	0.02	94.53	99.13
Carrying Value										
At 31 March 2022	2.16	0.66	0.07	0.65	0.00	0.72	0.00	0.02	141.49	145.77
At 31 March 2021	2.16	0.81	0.02	0.65	0.00	0.88	0.00	0.03	156.31	160.85
Useful Life of the assets (years)	NA	30	60	10	10	15	10	15	15	
Method of depreciation	NA	SLM	SLM	SLM	SLM	SLM	SLM	SLM	SLM	

NIRAJ ISPAT INDUSTRIES LIMITED

Notes on Financial Statement for the year ended 31st March, 2022					Niraj Ispat Industries Limited					
1. (a) Property, Plant and equipment										(Rs. in Lakh)
Particulars	Computer	Lab Equipment	Air Compressor	Weighning Scale	Air Dryer	Tubewell & Pump	Grinder	Packing Machine	Moulds & Dies	Tangibles Total (B)
Cost/Deemed Cost										
At 1 April 2021	0.32	0.01	0.52	0.18	0.01	0.14	0.02	0.25	0.05	1.52
Additions	-	-	-	-	-	-	-	-	-	-
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2022	0.32	0.01	0.52	0.18	0.01	0.14	0.02	0.25	0.05	1.52
Accumulated depreciation and impairment										
At 1 April 2021	0.15	-	0.24	0.04	-	0.07	0.01	0.05	-	0.57
Depreciation expenses	-	-	0.05	0.01	-	0.01	0.00	0.02	-	0.09
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	0.15	-	0.29	0.05	-	0.08	0.01	0.07	-	0.66
Carrying Value										
At 31 March 2022	0.17	0.01	0.22	0.13	0.01	0.06	0.01	0.18	0.05	0.86
At 31 March 2022	0.17	0.01	0.27	0.14	0.01	0.08	0.02	0.20	0.05	0.95
Useful Life of the assets (years)	3	10	15	15	15	15	15	15	15	
Method of depreciation	SLM	SLM	SLM	SLM	SLM	SLM	SLM	SLM	SLM	

NIRAJ ISPAT INDUSTRIES LIMITED

Notes on Financial Statement for the year ended 31st March, 2022					Niraj Ispat Industries Limited					
1. (a) Property, Plant and equipment										(Rs. in Lakh)
Particulars	Air Cooler	Vehicle	Energy Control Equipment	Pollution Control Equipment	Fire Equipment	Fixture & Assessories	Office Equipment	Air Conditioner	Tangibles Total (C)	Grand Total (A + B + C)
Cost/Deemed Cost										
At 1 April 2021	0.01	0.11	0.14	0.14	3.48	78.65	0.38	2.12	85.04	330.08
Additions	-	-	-	-	-	-	-	0.20	0.20	1.57
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2022	0.01	0.11	0.14	0.14	3.48	78.65	0.38	2.32	85.24	331.65
Accumulated depreciation and impairment										
At 1 April 2021	0.01	-	0.07	-	0.51	65.81	0.13	0.27	66.79	150.04
Depreciation expenses	-	-	-	-	0.21	-	0.03	0.14	0.39	16.94
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2022	0.01	-	0.07	-	0.72	65.81	0.16	0.41	67.18	166.98
Carrying Value										
At 31 March 2022	0.01	0.11	0.07	0.14	2.77	12.84	0.21	1.91	18.05	164.67
At 31 March 2021	0.01	0.11	0.07	0.14	2.98	12.84	0.25	1.85	18.24	180.04
Useful Life of the assets (years)	15	8	10	15	15	10	10	15		
Method of depreciation	SLM	SLM	SLM	SLM	SLM	SLM	SLM	SLM		

1. (b) Capital Work in Progress

As there is no amount outstanding in Capital Work in Progress for current year as well as for previous year. Therefore, the ageing details of Capital Work in progress is not required.

1. (c) Disclosure for title deeds of Immovable property held by the Company

All the Title deeds of immovable property are held in the name of the company.

1. (d) Disclosure for Benami Property held by Company

The company is not having any Benami Property as defined under The Benami Transaction (Prohibition) Act, 1988.

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

Particulars	As at 31.03.2022	As at 31.03.2021
2. NON CURRENT INVESTMENT		
(a) Quoted Shares		
Aggrigate Value of Investment	0.15	0.15
Less: Prov. for fair value	0.15	0.15
Total (a)	**0.01**	**0.01**
(b) Quoted Debenture & Bonds		
Aggrigate Value of Investment	0.11	0.11
Less: Prov. for fair value	0.11	0.11
Total (b)	**-**	**-**
(c) Unquoted Shares		
Aggrigate Value of Investment	2.00	2.00
Less: Prov. for fair value	(21.19)	(21.19)
Total (c)	**23.18**	**23.18**
Aggregate amount of quoted Investment (at Cost)	0.27	0.27
Aggregate amount of Unquoted Investment (at Cost)	2.00	2.00
	2.26	**2.26**
Aggregate amount of quoted Investment (at Fair Value)	0.01	0.01
Aggregate amount of Unquoted Investment (at Fair Value)	23.18	23.18
	23.19	**23.19**
3. OTHER NON CURRENT ASSETS		
(Unsecured, Considered good unless stated otherwise)		
Security Deposits	8.05	8.05
TOTAL:	**8.05**	**8.05**
4. INVENTORIES		
(As taken, valued and certified by the management)		
(At lower of cost and net realizable value unless stated otherwise)		
Raw Materials	9.52	4.57
Finished & Semi-finished Goods	13.02	15.98
Stores, Spares & Packing Materials	2.43	3.68
TOTAL:	**24.97**	**24.23**

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

Particulars	As at 31.03.2022	As at 31.03.2021
5. TRADE RECEIVABLES		
Unsecured and Considered good	83.29	67.65
	83.29	67.65

Ageing of Trade Receivables

Outstanding for following periods from invoice date	As at 31.03.2022		As at 31.03.2021	
	Unsecured, Considered Good		Unsecured, Considered Good	
	Disputed	Undisputed	Disputed	Undisputed
Less than 6 months	-	83.29	-	67.53
6 months - 1 year	-	-	-	0.12
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More Than 3 Years	-	-	-	-
Total	**-**	**83.29**	**-**	**67.65**

Before accepting any new customer, the Company uses an external credit scoring system to assess the potential customer's credit quality and defines credit limits by customer. Limits and scoring attributed to customers are reviewed once a year.

The Company does not hold any collateral or other credit enhancements over these balances nor does it have a legal right of offset against any amounts owed by the Company to the counterparty.

Trade receivables hypothecated as security against borrowings.

In determining the recoverability of a trade receivable, the Company considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the end of the reporting period. The concentration of credit risk is limited due to the fact that the customer base is large and unrelated.

6. CASH AND CASH EQUIVALENT		
Cash In hand	0.32	0.10
Balances with banks		
In current and deposit accounts	6.35	15.32
TOTAL:	**6.67**	**15.42**
7. OTHER CURRENT ASSETS		
(Unsecured, considered good unless stated otherwise)		
Advances recoverable in cash or in kind or for value to be received	1,067.13	1,081.45
Other Loans and advances:		
Prepaid Expenses	1.59	1.82
Balances with statutory / government authorities	26.25	15.57
TOTAL:	**1,094.98**	**1,098.84**

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

Particulars	As at 31.03.2022	As at 31.03.2021
9. OTHER EQUITY		
General Reserve	153.83	138.83
Retained Earnings	835.33	775.07
TOTAL:	**989.17**	**913.90**

(i) **General reserve**

Under the erstwhile Indian Companies Act 1956, a general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Company for that year, then the total dividend distribution is less than the total distributable results for that year.

Consequent to introduction of Companies Act 2013, the requirement of mandatory transfer of a specified percentage of the net profit to general reserve has been withdrawn and the Company can optionally transfer any amount from the surplus of profit or loss account to the General reserves.

(ii) **Retained Earnings**

Retained earnings are the profits that the company has earned till date less any transfer to general reserve, dividends or other distribution paid to shareholders.

10. LONG-TERM BORROWINGS		
Unsecured Loans		
From Related Parties	0.97	94.84
From Body-Corporate & Others	136.33	212.51
Net Amount	**137.31**	**307.34**
11. DEFERRED TAX LIABILITY		
Deferred Tax Liability (Net)	17.66	17.89
TOTAL:	**17.66**	**17.89**

Deferred tax balance in relation to	As at 31st March 2021	Recognised / reversed through P &	As at 31st March 2022
Property, plant and equipment	17.89	(0.23)	17.66
Total	**17.89**	**(0.23)**	**17.66**

Deferred tax balance in relation to	As at 31st March 2020	Recognised / reversed through P &	As at 31st March 2021
Property, plant and equipment	20.82	(2.93)	17.89
Total	**20.82**	**(2.93)**	**17.89**

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

Particulars	As at 31.03.2022	As at 31.03.2021
12. SHORT TERM BORROWINGS		
Secured working capital Loans:		
Bank of India	0.34	-
Net Amount	**0.34**	**-**

Working capital limits are secured by first charge on the entire current assets of the company including stocks of raw material, work-in-progress, finished goods, book-debts both present & future. Working capital limits are further secured by way of equitable mortgage of immovable property of the company at D-10, B.S. Road Industrial Area, Ghaziabad and personal guarantee of the directors of the company.

13. TRADE PAYABLE		
Dues of micro and small enterprises	0.81	5.39
Sundry Creditors	159.90	83.00
TOTAL:	**160.71**	**88.40**

Amount due to micro and small enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosures relating to micro and small enterprises is as below:

(i) Principal amount remaining unpaid to supplier at the end of the year	0.79	5.35
(ii) Interest due / accrued thereon remaining unpaid to supplier at the end of the year	0.03	0.04
(iii) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-

Ageing of Trade Payables

Outstanding for following periods from booking date	As at 31.03.2022		As at 31.03.2021	
	Undisputed		Undisputed	
	MSME	Other	MSME	Other
Less than 1 year	0.81	159.69	5.39	82.94
1-2 years	-	0.15	-	0.01
2-3 years	-	-	-	0.05
More Than 3 Years	-	0.05	-	-
Total	**0.81**	**159.90**	**5.39**	**83.00**

14. SHORT TERM PROVISIONS		
Provision for Income tax	25.51	13.78
	25.51	**13.78**

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

Particulars	As at 31.03.2022	As at 31.03.2021
15. OTHER CURRENT LIABILITIES		
Advance from Customers	2.87	4.44
Liabilities for Expenses	7.31	7.97
Liabilities for Taxes	4.95	3.70
TOTAL:	**15.13**	**16.12**
16. REVENUE FROM OPERATIONS		
Sale of Product	487.36	356.47
TOTAL:	**487.36**	**356.47**
17. OTHER INCOME		
Interest	46.06	48.23
Misc Income	-	0.32
	46.06	**48.55**
18. COST OF RAW MATERIAL CONSUMED		
Inventory at the beginning of the year	4.57	11.64
Add: Purchases	294.18	198.94
	298.75	210.57
Less: Inventory at the end of the year	9.52	4.57
Cost of raw material consumed	**289.23**	**206.00**

18.1 VALUE OF IMPORTED/INDEGENOUS RAW MATERIAL CONSUMED

DESCRIPTION	Year ended on 31.03.2022	Year ended on 31.03.2021
Imported	-	-
Imported (% of consumption)	0.00%	0.00%
Indigenous	289.23	206.00
Indigenous (% of consumption)	100.00%	100.00%
TOTAL:	**289.23**	**206.00**

19. CHANGES IN INVENTORIES OF FINISHED & SEMI FINISHED GOODS		
Inventories at the beginning of the year	15.98	12.15
Inventories at the end of the year	13.02	15.98
TOTAL:	**2.96**	**(3.83)**

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

PARTICULARS	Year ended on 31.03.2022	Year ended on 31.03.2021
20. EMPLOYEE BENEFIT EXPENSES		
Salaries, Wages & Bonus	28.46	37.61
Staff Welfare Expenses	0.04	0.02
TOTAL:	**28.51**	**37.63**
21. FINANCE COST		
Interest on borrowings	5.67	4.79
Bank Commission & Charges	0.41	0.45
TOTAL:	**6.08**	**5.23**
22. OTHER EXPENSES		
Consumption of Stores & Spares	27.00	25.79
Electricity Expenses	33.91	34.64
Security Charges	0.09	2.02
Repairs & Maintenance :		
Plant & Machinery	11.68	8.18
Freight & Forwarding	1.12	1.40
Packing Charges	3.77	2.33
Telephone Expenses	0.33	0.29
Printing & Stationery	0.29	0.13
Postage & Telegram	0.10	0.13
Travelling and Conveyance	0.03	0.04
Legal & Professional Expenses	1.44	1.50
Payment to Auditors as :		
Audit Fees	0.17	0.17
for Taxation Matter	0.08	0.08
Insurance	3.86	3.88
Rates, Taxes & Fees	4.25	4.16
Advertisement	0.50	0.78
Miscellaneous Expenses	0.31	0.31
TOTAL:	**88.92**	**85.83**

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

23. TAX EXPENSES

(a) Income tax expense / (benefits)		
Current tax :		
Current tax	25.51	13.78
Tax refund / reversal pertaining to earlier years	0.24	0.03
Deferred tax :		
Deferred tax	(0.23)	(2.93)
Total Tax expense / (benefit)	**25.52**	**10.88**

(b) Reconciliation of effective tax rate :

A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

DESCRIPTION	CURRENT YEAR	PREVIOUS YEAR
Net income before taxes	100.79	45.57
Enacted tax rate in India	25.17%	25.17%
Computed tax expense	25.37	11.47
Increase/(reduction) in taxes on account of:		
Income exempt from taxation /Items not deductible	2.31	(0.62)
Effect of tax pertaining to prior years	0.24	0.03
Tax expense for the year	27.91	10.88
Effective income tax rate	**27.70**	**23.88**

Statutory Income Taxes are assessed as per the provisions of section 115BAA of the Income Tax Act,

24. EARNINGS PER SHARE

Net profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	75.27	34.68
Weighted average No. of Equity Shares	600,000	600,000
Basic and Diluted Earning per share (Rs.)	**12.54**	**5.78**
Face value per equity share (Rs.)	10.00	10.00

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

25. FINANCIAL INSTRUMENTS

25.1 Capital Risk Management

The Company being in a capital intensive industry, its objective is to maintain a strong credit rating, healthy capital ratios and establish a capital structure that would maximise the return to stakeholders through optimum mix of debt and equity.

The Company's capital requirement is mainly to fund its capacity expansion, repayment of principal and interest on its borrowings. The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the

The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and elongate the maturity of its debt portfolio, and closely monitors its judicious allocation amongst competing capital expansion projects to capture market opportunities at minimum risk.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents,Bank balances other than cash and cash equivalents.

DESCRIPTION	As at	As at
Long term borrowings	137.31	307.34
Current maturities of long term debt	-	-
Short term borrowings	0.34	-
Less: Cash and cash equivalent	(6.67)	(15.42)
Net debt	**130.98**	**291.92**
Total equity	**1,049.17**	**973.90**
Gearing ratio	0.12	0.30

1. Equity includes all capital and reserves of the Company.
2. Debt is defined as long term and short term borrowings.

25.2 Categories of financial instruments

DESCRIPTION	As at	As at
Financial assets		
Measured at amortised cost		
Non-current investment	23.19	23.19
Trade receivables	83.29	67.65
Cash and cash equivalents	6.67	15.42
Total financial assets at amortised cost (A)	**113.15**	**106.26**
Financial liabilities		
Measured at amortised cost		
Long term Borrowings #	137.31	307.34
Short term Borrowings	0.34	-
Trade payables	160.71	88.40
Total financial liabilities carried at amortised cost (B)	**298.36**	**395.74**

including current maturities of long term debt.

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

26. Financial risk management

The Company has a Risk Management Committee established by its Board of Directors for overseeing the Risk Management Framework and developing and monitoring the Company's risk management policies. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Company's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Company.

The risk management policies aims to mitigate the following risks arising from the financial instruments:
- Market risk
- Credit risk and
- Liquidity risk

26.1 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. The Company is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates, commodity prices and interest rates

The Company seeks to minimize the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the Board of Directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the Management and the internal auditors on a continuous basis. The Company does not enter into or trade financial instruments, including derivatives for speculative purposes.

26.1.1 Commodity price risk

The Company's revenue is exposed to the market risk of price fluctuations related to the sale of its products (Buttons). Market forces generally determine prices for the buttons sold by the Company. These prices may be influenced by factors such as demand and supply, production costs (including the costs of raw material inputs) and global and regional economic conditions and growth. Adverse changes in any of these factors may reduce the revenue that the Company earns from the sale of its products

The Company primarily procured its raw materials i. e. Resin, Styrene, Pigment & Chemicals etc. in the open market from third parties during the financial year ended 31.03.2022 and is therefore subject to fluctuations in prices.

The Company aims to sell the products at prevailing market prices. Similarly the Company procures key raw materials like Resin, Styrene, Pigment etc. based on prevailing market rates as the selling prices of buttons and the prices of input raw materials move in the same direction

The Company as a matter of policy has not hedged the comodity risk.

The following table details the Company's sensitivity to a 5% movement in the input price of Resin, Styrene, Pigments etc. The sensitivity analysis includes only 5% change in commodity prices for quantity sold or consumed during the year, with all other variables held constant. A positive number below indicates an increase in profit where the commodity prices increase by 5%. For a 5% reduction in commodity prices, there would be a comparable impact on profit, and the balances below would be negative.

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

DESCRIPTION	Increase/(Decrease)	
	31-Mar-22	31-Mar-21
Resin, Styrene, Pigment etc.	14.71	9.95
	(14.71)	(9.95)

26.1.2 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in rupees with a mix of fixed and floating rates of interest. The Company has exposure to interest rate risk, arising principally on changes in MCLR rate and LIBOR rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings

If interest rates had been 100 basis points higher / lower and all other variables were held constant, the Company's profit for the year ended 31 March 2022 would decrease / increase by Rs.5551/- (for the year ended 31 March 2021: decrease / increase by Rs. 4,785/-). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings.

26.2 Credit risk Management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties.

Customer credit risk is managed centrally by the Company and subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits defined in accordance with the assessment.

Credit risk on receivables is also mitigated by securing the same against letters of credit and guarantees of reputed nationalised and private sector banks. Trade receivables consist of a large number of customers spread across diverse industries and geographical areas with no significant concentration of credit risk. No single customer accounted for 10% or more of revenue in any of the years indicated. The outstanding trade receivables are regularly monitored and appropriate action is taken for collection of overdue receivables.

Ageing of Trade Receivable

DESCRIPTION	As at 31.03.2022	As at 31.03.2021
0-180 days	83.29	67.53
180-365 days	-	0.12
Above 365 days	-	-

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

26.3 Liquidity risk management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The Company requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Company generates sufficient cash flow for operations, which together with the available cash and cash equivalents provide liquidity in the short-term and long-term. The management of the Company has established an appropriate liquidity risk management framework for Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods and its non-derivative financial assets. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Liquidity exposure as at 31 March 2022

DESCRIPTION	< 1 Year	> 1 Year	Total
Financial assets			
Trade receivables	83.29	-	83.29
Cash and cash equivalents	6.67	-	6.67
Other financial assets			-
Total financial assets	**89.96**	**-**	**89.96**
Financial liabilities			
Long term borrowings	-	137.31	137.31
Short term borrowings	0.34	-	0.34
Trade payables	160.71	-	160.71
Other financial liabilities			-
Total financial liabilities	**161.05**	**137.31**	**298.36**

Liquidity exposure as at 31 March 2021

DESCRIPTION	< 1 Year	> 1 Year	Total
Financial assets			
Trade receivables	67.65	-	67.65
Cash and cash equivalents	15.42	-	15.42
Other financial assets			-
Total financial assets	**83.07**	**-**	**83.07**
Financial liabilities			
Long term borrowings	-	307.34	307.34
Short term borrowings	-	-	-
Trade payables	88.40	-	88.40
Other financial liabilities			-
Total financial liabilities	**88.40**	**307.34**	**395.74**

The Company has pledged its trade receivables and cash & cash equivalents in order to fulfil certain collateral requirements for the banking facilities extended to the Company. There is obligation to return the securities to the Company once these banking facilities are surrendered.

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022

27. RELATED PARTY DISCLOSURE:

Name of Related parties and description of relationship with whom transactions have taken place during the year:-

(a) Key Management Personnel :
Smt. Vaishali Chaudhry
Sh. Chaitanya Chaudhry
Sh. Niraj Chaudhry
Ms. Seema Sharma

(b) Relative of Key Management Personnel :
Sh. H. K. Chaudhry

(c) Entities controlled by Directors and their Relatives :
M/s Pick Up Suppliers Pvt. Ltd.
Himgiri Hotels Pvt. Ltd.
Carnation Projects Pvt. Ltd.
Habitat Infrastructure Pvt. Ltd.
North India Petochemicals Ltd.
Olive Infrastructure Pvt. Ltd.
Spiderman Infrastructure Pvt. Ltd.
Verve Infraprojects Pvt, Ltd.
Amanat Builders Pvt. Ltd.
Arena Landcon Pvt. Ltd.
Global Landcon Pvt. Ltd.

The Company's related party transactions during the year are as below :

(Rs. In Lacs)

Nature of Transaction	Key Management Personnel		Relative of Key Management Personnel		Entities Controlled by Directors & Their relatives	
	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
Expenses						
Remuneration Paid	5.41	7.51	-	5.75	-	-
Interest Paid	0.80	4.63	-	-	4.81	-
Loans Taken	60.00	0.50	-	-	19.50	101.50
Loans Repaid	116.00	15.00	38.58	-	100.00	34.26
Loans Advanced	-	-	-	-	25.02	-
Loans Received back	-	-	-	-	79.75	-
Interest Earned	-	-	-	-	33.64	-

The above related party information have been disclosed to the extent such parties have been identified by the management on the basis of information available. This has been relied upon by the Auditors

28. CONTINGENT LIABILITIES

Contingent Liabilities not provided NIL (Previous Year Rs. Nil)

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022 **(Rs. in Lakh)**

29. VALUE OF IMPORTS ON CIF BASIS

	Current Year	Previous Year
Capital Goods	-	-
	-	-

30. INCOME/ EXPENDITURE IN FOREIGN CURRENCY

	Current Year	Previous Year
EXPENDITURE	Nil	Nil
EARNINGS	Nil	Nil

31. SIGNIFICANT ACCOUNTING POLICIES

31.1 Statement of Compliance

Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Accounting Standards) Amendment Rules, 2016. The aforesaid financial statements have been approved by the Board of Directors in the meeting held on 30th May 2022.

31.2 Basis of Preparation of Financial Statements

These financial statements have been prepared in accordance with the accounting policies, set out below and were consistently applied to all periods presented unless otherwise stated.

The financial statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting.

Company's financial statements are presented in Indian Rupees (`), which is also its functional currency.

31.3 Property, Plant & Equipment

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work - in -

Depreciation on property, plant and equipment is provided using straight line method based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022

31.4 Inventory
Inventories are stated at the lower of cost and net realizable value except in case of waste and scrape which are valued at net realizable value.

Cost of raw material includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost of finished goods and work in progress include cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs.

31.5 Revenue Recognition
Revenue is measured at the fair value of the consideration received or receivable. The Company recognizes revenues on sale of products, net of discounts, returns, sales taxes and duties when the products are delivered to customer or when delivered to a carrier for export sale, when significant risks and rewards of ownership pass to the customer. Sale of products is presented gross of manufacturing taxes like excise duty wherever applicable. Revenue from sale of waste and scrap are included in revenue.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, using effective interest rate.

31.6 Employee Benefit
Contributions to Provident Fund, a defined contribution plan are made in accordance with the statute, and are recognized as an expense when employees have rendered service entitling them to the contribution.

Company's contribution to state defined contribution plan namely, Employee State Insurance are made in accordance with the statute, and are recognized as an expenses when employees have rendered services entitling them to the contribution.

31.7 Borrowing Cost
Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to Profit and Loss account.

31.8 Foreign Currency Transaction
The functional currency of the Company is determined on the basis of the primary economic environment in which it operates. The functional currency of the Company is Indian Rupee (`).

The transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in Statement of Profit and Loss in the period in which they arise.

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022

31.9 Financial Instruments

31.9.1 Financial Assets

31.9.1.1 Initial recognition and measurement
All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition of financial assets, which are not at fair value are adjusted through profit or loss on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

31.9.1.2 Subsequent measurement

31.9.1.2.i Financial assets carried at amortised cost
A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

31.9.1.2.ii Financial assets at fair value through other comprehensive income (FVTOCI)
A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

31.9.1.2.iii Financial assets at fair value through profit or loss (FVTPL)
A financial asset which is not classified in any of the above categories are measured at FVTPL.

31.9.1.3 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.

31.9.2 Financial Liabilities

31.9.2.1 Initial recognition and measurement
All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

31.9.2.2 Subsequent measurement
Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

31.9.3 Derecognition of Financial Instruments
The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022

31.10 Taxation
Income tax expense represents the sum of the tax currently payable and deferred tax.

31.10.1 Current Tax
Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the provisions of section 115BAA of the Income Tax Act, 1961.

31.10.2 Deffered Tax
Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

31.11 Provision
Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

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

31.12 Earning Per Share
Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares including the treasury shares held by the Company to satisfy the exercise of the share options by the employees.

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2022

32. CRITICAL ESTIMATION AND JUDGEMENTS

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

- Estimation of useful lives of property, plant and equipment – Note 1

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the asset.

- Estimation of Provisions – Note 14

- Estimation of current tax expense and payable – Note 23

The Company's tax jurisdiction is India. Significant judgements are involved in determining the provision for income taxes, if any, including amount expected to be paid/recovered for uncertain tax positions. Further, significant judgement is exercised to ascertain amount of deferred tax asset (DTA) that could be recognised based on the probability that future taxable profits will be available against which DTA can be utilized and amount of temporary difference in which DTA can not be recognised on want of probable taxable profits

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company and that are believed to be reasonable under the circumstances.

NIRAJ ISPAT INDUSTRIES LIMITED

Form No. MGT-11
Proxy Form
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: **L27106DL1985PLC021811**
Name of the Company: **Niraj Ispat Industries Limited**
Registered Office: **5140-41/34, F/F Chaudhary Market Gali Peti Wali, Rui Mandi, Sadar Bazar, Delhi 110006**

Name of the Member(s) :

Registered Address :

E-mail ID :

Folio No/DPID No. :

Client ID No. :

I/We, being the member(s) of …….. Shares of the above named company, hereby appoint.

1. Name……..,E- mail ID……

Address ……

Signature……., or failing him/her

2.Name……..,E- mail ID……

Address ……

Signature……., or failing him/her

3. Name……..,E- mail ID……

Address ……

Signature……,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual General Meeting of the company, to be held on Thursday, the 22nd September, 2022 at 11.00 AM at 5140-41/34, F/F

NIRAJ ISPAT INDUSTRIES LIMITED

Chaudhary Market Gali Peti Wali, Rui Mandi, Sadar Bazar, Delhi-110006, and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS

1) Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended 31st March 2022 together with the Reports of the Board of Directors and the Auditors thereon.

2) To Appointment of Auditor and Fix Their Remuneration.

3) Appointment of Mr. Chaitanya Chaudhry (DIN: 06813394), liable to retire by rotation .

Affix
Revenue
Stamp

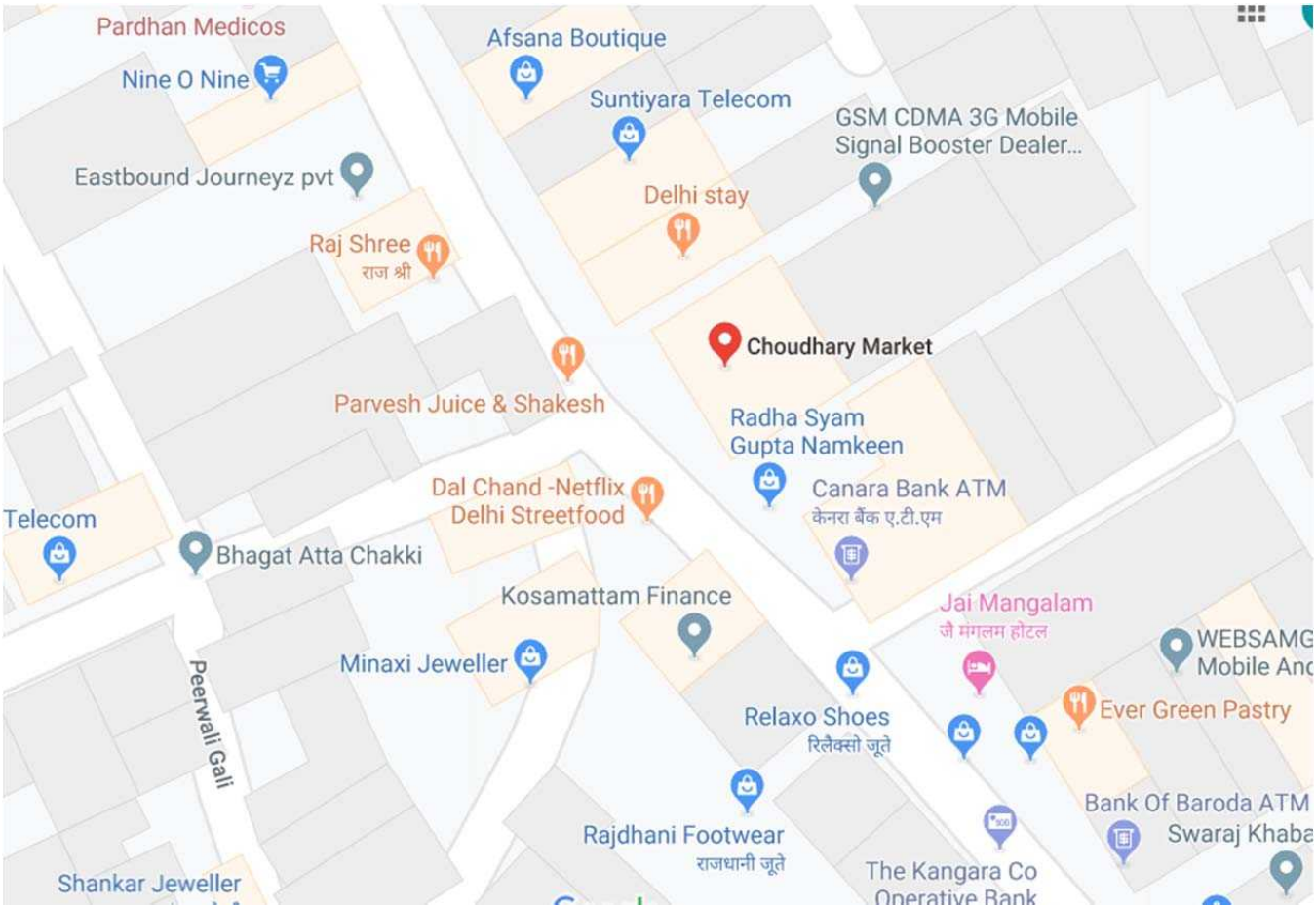
Signed this…….. day of……2022

Signature of Shareholder Signature of Proxy holder(s)

Note: 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.

NIRAJ ISPAT INDUSTRIES LIMITED

Route Map:



NIRAJ ISPAT INDUSTRIES LIMITED

37TH Annual General Meeting

Name of the Shareholder (in Block Letter) : ……
Regd. Folio No. /DP. Id/ Client Id : ……
Name of the Proxy (s) (in Block Letter) : ……
(to be filled in, if a proxy attends instead
of a member)
No. of Shares held : ……

I certify that I am a registered Shareholders/Proxy for the registered shareholder of the Company.

I hereby record my presence at the 37th Annual General Meeting of the company to be held on Thursday, 22nd September, 2022 at 11.00 A.M. at 5140-41/34, F/F Chaudhary Market Gali Peti Wali, Rui Mandi, Sadar Bazar, Delhi-110006

……
……

Member's/Proxy's Name in BLOCK Letters **Member's/Proxy's Signature**

Note:

(1) **Please fill in this attendance slip and hand it over at the entrance of the Meeting Hall.**
(2) **Member's Signatures should be in accordance with the specimen signatures registered with the Company**
(3) **Please bring your copy of the Annual Report for reference at the Meeting**

* **Applicable for Members holding shares in physical form.**