SRU STEELS LIMITED
CIN: L01111DL1995PLC107286
Registered Office: C-47 G/F, Shivalik Colony, Malviya Nagar, Near Shemrock School,
Malviya Nagar (South Delhi), New Delhi, India, 110017
Email id: srusteels95@gmail.com; **Website**:- www.sru-steels.com;
Phone +91 7567730702;

Date: 08th September, 2026

To,
The General Manager,
Corporate Relationship Department,
BSE Limited,
Phiroz Jeejeebhoy Tower,
Dalal Street, Mumbai — 400001,
Maharashtra, India

Reference: Script Code: 540914, ISIN: INE425C01017, Symbol: SRUSTEELS

Subject- Filing of 31st Annual Report of SRU Steels Limited for the Financial Year 2025-26

Dear Sir/Madam,

We are pleased to submit copy of the Annual Report of the company for the Financial Year 2025-26. The 31st Annual General Meeting is to be held on Wednesday, 30th September, 2026 at 4:00 P.M (IST) through Online Mode. You are requested to take on record above said document.

You are requested to kindly take the same on record for your further needful.

Thanking you
Yours Faithfully

For SRU Steels Limited

Akhil Arora
Digitally signed by Akhil Arora
Date: 2026.09.08 16:35:39 +05'30'

Mr. Akhil Arora
Managing Director and CFO
DIN: 11329665

SRU STEELS LIMITED

CIN: L01111DL1995PLC107286

31ST ANNUAL REPORT 2025-2026

<table>
<tr><th colspan="2">CORPORATE INFORMATION</th></tr>
<tr><td>
Mr. Akhil Arora- Managing Director – (appointed with effect from 29th October, 2025)

Mr. Anand Singh- Non-Executive - Non Independent Director – (appointed with effect from 29th October, 2025)

Mrs. Meenu Jain- Non-Executive - Independent Director – (appointed with effect from 13th October, 2025)

Mr. Naveen Sharma - Non-Executive - Independent Director – (appointed with effect from 13th October, 2025)

Mr. Meet Harshadbhai Govani – Executive Managing Director – (resigned w.e.f. 19th April, 2025)

Mr. Ravi Maheshkumar Sinojiya - Non- Executive - Non Independent Director - (resigned w.e.f. 19th April, 2025)

Ms. Kairavi Lalitbhai Vadodariya - Non- Executive Independent Director - (resigned w.e.f. 13th October, 2025)

Mr. Dharmik Atulbhai Rojasara - Non- Executive Independent Director - (resigned w.e.f. 13th November, 2025)

Mr. Himanshu Rajeshkumar Vyas - Non- Executive Independent Director - (resigned w.e.f. 13th October, 2025)

Mr. Vijay Sureshbhai Makvana – Executive - Managing Director- (appointed with effect from 31st March, 2025 till 13th November, 2025)

Mr. Manish Manojbhai Rathod - Non- Executive - Non Independent Director - (appointed with effect from March 31, 2025 till 28th October, 2025)
</td><td>
<u>STATUTORY AUDITOR</u>

M/s BIHARI SHAH & CO.
CHARTERED ACCOUNTANTS
(appointed with effect from August 31, 2026)
Address: 4th Floor 408 to 411 Vraj Valencia, B/h Mahindra Show Room, Nr. Sola Flyover, S.G. Highway, Ahmedabad – 380060.
Auditor Name: CA Kunal T Sanghavi
Membership No. 173487
Firm Registration Number: 119020W

M/s BMGS & ASSOCIATES
CHARTERED ACCOUNTANTS
Address: B-9, Sardar Nagar, G.T. Road, Delhi – 110 009
(appointed with effect from 19th February, 2026 till 26th August, 2026)

M/S T C S & CO.
CHARTERED ACCOUNTANTS
Address: 1209, The spire 2, Shital Park, 150 Feet Ring Road, Rajkot, Gujarat – 360006.
(Till February 14, 2026)
</td></tr>
</table>

REGISTERED OFFICE **With effect from January 15, 2026** C-47 Ground Floor, Shivalik Malviyanagar, New Delhi-110017. **Till January 14, 2026** 11/598/1, Chawla Market, Patpar Ganj Road, Jheel Khuranja, Delhi- 110031. E-mail: srusteels95@gmail.com Website: www.sru-steels.com	**COMPANY SECRETARY & COMPLIANCE OFFICER** **Ms. Ayushi Chandel** Email: srusteels95@gmail.com Phone No.: +91 7567730702
BANKER **HDFC BANK LIMITED** Address: N-13, Kalkaji Branch, Delhi **KOTAK MAHINDRA BANK LTD**. Address: Ground Floor Raj Plaza Palace Road Rajkot - 360001	**REGISTRAR AND TRANSFER AGENT** **Beetal Financial & Computer Services(P)Ltd** **Address**: Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi–110062 Email: beetalrta@gmail.com Website: www.beetalfinancial.com
SECRETARIAL AUDITOR **Vishakha Agrawal & Associates** **(Practising Company Secretaries)** **Membership No.: 39298**	**STOCK EXCHANGE** Bombay Stock Exchange Limited 25th PhirozeJeejeebhoy Towers, Dalal Street, Mumbai- 400001
CHIEF FINANCIAL OFFICER **With effect from November 13, 2025** **Mr. Akhil Arora** **Address: C-47 Ground Floor, Shivalik Malviyanagar, New Delhi- 110017** Email:: srusteels95@gmail.com **With effect from April 19, 2025 till November 13, 2025** **Mr. Vijay Sureshbhai Makvana** **Address:** 11/598/1, Chawla Market, Patpar Ganj Road, Jheel Khuranja, Delhi- 110031 Email:: srusteels95@gmail.com **Till April 19, 2025** **Mr. Meet Harshadbhai Govani** **Address:** Sunshin School Umiya Tonship, Surendrangar, Gujarat – 3630001 Email:: srusteels95@gmail.com	

TABLE OF CONTENT

SRU STEELS LIMITED
CIN: L01111DL1995PLC107286
Registered Office: C-47 G/F, Shivalik Colony, Malviya Nagar, Near Shemrock School, Malviya Nagar (South Delhi), New Delhi, India, 110017
Email id: srusteels95@gmail.com; **Website**:- www.sru-steels.com;
Phone +91 7567730702;

NOTICE

Notice is hereby given that the 31st Annual General Meeting (AGM) of the Members of **SRU STEELS LIMITED** will be through Video Conferencing/ Other Audio-Visual Mode Wednesday, 30th September, 2026 at 4:00 P.M. to transact the following businesses:

Details of the meeting are as follows:
Topic: 31st Annual General Meeting

Time: Wednesday, 30th September, 2026 at 4:00 P.M

Following business shall be transacted at the meeting:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON;**

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

"RESOLVED THAT the audited Financial Statements of the Company for the Financial year ended March 31, 2026, the report of the Auditors' thereon and the report of the Board of Directors for the Financial year ended March 31, 2026 be and are hereby received, considered and adopted."

2. **TO APPOINT A DIRECTOR OF MR. ANAND SINGH (DIN: 11329642) WHO RETIRES BY ROTATION IN TERMS OF SECTION 152 OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time ("Act"), Mr. Anand Singh (DIN: 11329642) who retire by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. **APPOINTMENT OF STATUTORY AUDITOR AND FIX THEIR REMUNERATION**

To appoint M/s. Bihari Shah & Co., Chartered Accountants (FRN No: 119020W) as the statutory auditors of the Company and to fix their remuneration in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution.**

"RESOLVED THAT pursuant to Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s Bihari Shah & Co., Chartered Accountants (FRN No: 119020W), be and are hereby appointed as the Statutory Auditors of the Company for term of five consecutive years, who shall hold office from the conclusion of this 31st Annual General Meeting till the conclusion of the 36th Annual General Meeting to be held in the financial year 2030-31 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds, matters, and things necessary or expedient for giving effect to this resolution."

By the order of the Board of Directors
For SRU Steels Limited

Place: Delhi	**Sd/-**	**Sd/-**
Date: 08th September, 2026	**Mr. Akhil Arora**	**Mr. Anand Singh**
	Managing Director and CFO	**Non-Executive-Non Independent Director**
	DIN: 11329665	**DIN: 11329642**

NOTES :-

a) The Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013 in respect of the Special Business under item as stated above in annexed hereto.

b) The Ministry of Corporate Affairs ("MCA") vide its circular dated April 8, 2020, April 13, 2020, May 5, 2020,December 8, 2021, May 5, 2022, December 28, 2022and September 25, 2023 (collectively referred to as "MCA Circulars"), and Securities & Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022,Circular No SEBI/HO/CFD/CMD1/CIR/F/2020/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD1/CIR/F/2020/79 dated May 12, 2020 (collectively referred to as "SEBI Circulars") permitted convening the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA and SEBI Circulars, provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), this 31st AGM is being held through VC/OAVM, which does not require physical presence of members at a common venue. The deemed venue for the 31st AGM shall be the Registered Office of the Company.

c) Since this General Meeting is held through VC/OAVM the physical attendance of members is dispensed with and no proxies would be accepted by the Company pursuant to the relevant MCA Circulars.

d) No attendance slip/route map has been sent along with this Notice of the Meeting as the meeting is held through Audio Visual means.

e) The attendance through VC/OAVM is restricted and hence members will be allowed on first come first serve basis. However, attendance of Members holding more than 2% of the shares of the Company, and Directors and Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, the Stakeholders Relationship Committee and Auditors will not be restricted on first come first serve basis.

f) Members attending the Meeting through VC/OAVM will be counted for the purposes of reckoning of Quorum under Section 103 of the Companies Act, 2013.

g) In line with the MCA Circulars and the SEBI Circular, the Notice calling the AGM has been uploaded on the website of the Company at www.sru-steels.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.

h) Members are requested to notify immediately changes, if any, in their registered addresses to the Company's Registrar and Share Transfer Agents **Beetal Financial & Computer Services (P) Ltd.** 17/20, Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi–110062. Members are also requested to furnish their Bank details to the company's Share Transfer Agents immediately for printing the same on the dividend warrants/Cheques to prevent fraudulent encashment of the instruments.

i) Members are also requested to furnish their Bank details to the company's Share Transfer Agents immediately for printing the same on the dividend warrants/Cheques to prevent fraudulent encashment of the instruments.

j) Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company for assistance in this regard. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting and number of shares held by them.

k) Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.

l) The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued a circular on April 21, 2011 stating that the service of document by a Company can be made through electronic mode.

m) In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under and the SEBI (LODR) Regulation 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited (CDSL), on all the resolutions set forth in this Notice. Resolution(s) passed by Members through remote e-voting/ e-voting is deemed to have been passed as if they have been passed at the AGM.

n) CS Vishakha Agrawal of Vishakha Agrawal & Associates, Practicing Company Secretaries (Membership No. 39298) has been appointed as the Scrutinizer to scrutinize the voting and remote evoting process (including the Ballot Form received from the Members who do not have access to the evoting process) in a fair and transparent manner.

o) A member may participate in the general meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again.

p) The chairman shall, at the general meeting at the end of discussion on the resolution on which voting is to be held, allow voting with assistance of scrutinizer, by using an e-voting system for all the members who are present at the general meeting but have not cast their votes by availing the remote e-voting facilities.

q) If a company opts to provide the same electronic system as used during the remote e-voting during the general meeting, the said facility shall be in operation till all the resolutions are considered and voted upon in the meeting and may be used for voting by the member attending the meeting and who have not exercised their vote through remote e- voting.

r) The Equity Shares of the Company are listed on following Stock Exchanges in India: Bombay Stock Exchange Limited 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001.

s) The Company has designated an exclusive E-Mail ID called srusteels95@gmail.com for redressal of Members' complaint/grievances. In case you have any queries/complaints or grievances, then please write to us srusteels95@gmail.com.

t) Members can avail facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desired to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled into the office of Beetal Financial & Computer Services(P)Ltd, Registrar and Share Transfer Agent of the Company. Members holding shares in electronic mode may contact their respective Depository Participants for availing this facility

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

2. Pursuant to the 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 (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.sru-steels.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022, General Circular No. 10/2022 dated 28.12.2022 and General Circular No. 09/2023 dated 25.09.2023 after due examination, it has been decided to allow companies whose AGMs are due in the Year 2024 or 2025, to conduct their AGMs through VC or OAVM on or before 30th September, 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Sunday, 27th September, 2026 and ends on Tuesday, 29th September, 2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 23rd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 name** and you will be re-directed to **e-Voting service provider website** for

	casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; srusteels95@gmail.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **2 days prior to meeting**

mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

ANNEXURE TO ITEM NO.2

Relevant details, in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 of General Meetings in respect of Director proposed for appointment/reappointment at Thirty First (31st) Annual General Meeting are as follows:

Name of the Director	**Mr. Anand Singh**
DIN	11329642
Nationality	Indian
Date of first appointment on the Board	29/10/2025
Qualifications	Graduation
Expertise in specific Functional Areas	Mr. Anand Singh (DIN: 11329642) has 10 years of experience in the field of Accounts and Finance and has experience in the field of Management.
Terms and Conditions of Re-appointment	Non-Executive Non- Independent Director liable to retire by rotation
Number of shares held in the Company as at 31.03.2025	NIL
List of Directorships held in other companies	NIL
Relationship between Directors and KMP of the Company	He is not related to any Directors of the company.

ANNEXURE TO ITEM NO.3

Sr. No.	Details of event that needs to be provided	Information of such event(s)
1.	**Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;**	Appointment of M/s Bihari Shah & Co., Chartered Accountants (Firm Registration No. 119020W) as the Statutory Auditor of the Company.
2.	**Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment;**	30th September, 2026, for a period of 5 years till the conclusion of 36th AGM to be held in financial year 2030-31.
3.	**Brief profile (in case of appointment);**	M/s. Bihari Shah & Co., Chartered Accountants (Firm Registration No. 119020W) offered services like Income Tax Related Services , Goods & Services Tax Related Services, Project Finance & Subsidy Services, Company related services, Bank Audit Services etc.
4.	**Disclosure of relationships between directors (in case of appointment of a director).**	Not applicable

DIRECTORS' REPORT

To,
The Members,
SRU Steels Limited,

Our Directors have pleasure in presenting the Thirty First (31st) Annual Report on the business and operations of your Company together with the audited accounts for the financial year ended March 31, 2026.

1. FINANCIAL SUMMARY/ PERFORMANCE OF THE COMPANY:

(Rs. In Thousand)

PARTICULARS	For the financial year ended March 31, 2026	For the financial year ended March 31, 2025
Revenue from Operation	3,04,046	2,53,437
Other Income	2,124	2,642
Total Revenue	**3,06,170**	**2,56,079**
Finance Cost	**1**	**3**
Total Expenses other than Finance Cost	3,13,378	2,60,667
Profit before exceptional and extraordinary items and tax	**(7,210)**	**(4,590)**
Exceptional Item	0	0
Profit before Tax	**(7,210)**	**(4,590)**
Less: Current Tax Deferred Tax	17 (32)	0 (2)
Net Profit/ Loss For the Year	**(7,194)**	**(4,588)**
Other Comprehensive Income	(5,137)	(12,357)
Total Comprehensive Income for the year, net of Tax	**(12,332)**	**(16,945)**
Earning Per Share(EPS)		
Basic	(0.12)	(0.08)
Diluted	(0.12)	(0.08)

2. WORKING PERFORMANCE REVIEW:

During the year under review, the Company has earned revenue from operation of Rs. **30,40,46,000** as against the previous year's revenue from operation of Rs. **25,34,37,000**. The Company incurred Loss of Rs. **(7,194)** against Net loss of Rs**. (4,588)** in the previous year.

3. LISTING OF SECURITIES:

The Equity shares of the company are presently listed only on **BSE Limited.**

4. TRANSFER TO RESERVE:

During the year the company has not proposed to transfer any amount to the General Reserve.

5. SHARE CAPITAL

The issued, subscribed, paid up equity capital as on March 31, 2026 was Rs. 59,93,92,500 divided into 5,99,39,250 shares of Rs. 10 each. The Authorized Capital of Company is Rs. 62,50,00,000 divided into 6,25,00,000 shares of Rs. 10 each. Further, the company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

6. DIVIDEND:

Your directors have considered it financially prudent in the long-term interest of the Company to reinvest the profits in the business of the Company to build a strong reserve base and grow the business of the Company. No final dividend has therefore been recommended for the year ended March 31, 2026.

7. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS:

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, are set out as separate "Annexure-III", together with the Certificate from the auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year and the date of this report.

9. PERFORMANCE AND FINANCIAL POSITION OF ASSOCIATE COMPANIES

As per Companies Act, 2013 and as on 31st March, 2026 the company is neither having any Subsidiary Company u/s 2(87) nor any Associate Company u\s 2(6) and hence, do not call for any disclosure under this head.

10. INDIAN ACCOUNTING STANDARDS (IND AS):-

The Ministry of Corporate Affairs (MCA) vide its notification in the Official Gazette dated February 16, 2015, notified the Indian Accounting Standard (Ind As) and Ind AS has replaced the existing Indian GAAP prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. The Company has adopted Indian Accounting Standards ("Ind AS") from April 01, 2017 (transition date to Ind AS is April 01, 2016) and the financial Statements have been prepared in accordance with recognition and measurement principal of Indian Accounting Standards ("Ind AS") as prescribed under the Companies (Indian Accounting Standards) Rules, 2015, as specified in section 133 of the Companies Act, 2013.

The Annual Accounts for the year ended 31st March, 2026 have also been prepared in accordance with Indian Accounting Standard (Ind AS).

11. ANNUAL RETURN

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 in Form MGT-9 is available on website of the Company i.e. www.sru-steels.com.

12. DIRECTORS' RESPONSIBILITY STATEMENT:

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

In the preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;

a) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the year ended on that date.

b) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

c) The Directors have prepared the annual accounts on a going concern basis;

d) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

13. INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY / INTERNAL FINANCIAL CONTROLS:

The directors has laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of financial statements.

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Auditor is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee of the Board. The Internal Auditor monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of Internal Auditor, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

14. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

15. DIRECTORS AND KEY MANAGERIAL PERSON

During the Year under review, the following changes have taken place in the Directors & KMPs of the Company. In compliance with the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (LODR) Regulation 2015, the composition of Board of Director and Key Managerial Personnel are as follows:

S. No.	Key Managerial Person Name	DIN/ PAN	Designation	Date of Appointment	Date of Cessation
1.	Mr. Vijay Sureshbhai Makvana	11021700	Executive Managing Director and CFO	31-03-2025	13-11-2025
2.	Mr. Meet Harshadbhai Govani	10823080	Executive Managing Director and CFO	04-11-2024	19-04-2025
3.	Mr. Ravi Maheshkumar Sinojiya	10859068	Non-Executive Non Independent Director	10-12-2024	19-04-2025
4.	Mr. Akhil Arora	11329665	Executive Managing Director	29-10 -2025	--
5.	Mr. Anand Singh	11329642	Non-Executive - Non Independent Director	29-10-2025	--
6.	Ms. Meenu Jain	07072779	Non-Executive - Independent Director	13-10-2025	--
7.	Mr. Naveen Sharma	10659785	Non-Executive - Independent Director	13-10-2025	--
8.	Mr. Akhil Arora	11329665	CFO	13-11-2025	--
9.	Mr. Himanshu Rajeshkumar Vyas	10867339	Non-Executive - Independent Director	18-12-2024	13-10-2025
10.	Ms. Kairavi Lalitbhai Vadodariya	10849564	Non-Executive - Independent Director	18-12-2024	13-10-2025
11.	Mr. Manish Manojbhai Rathod	11021716	Non-Executive - Non Independent Director	31-03-2025	28-10-2025
12.	Mr. Dharmik Atulbhai Rojasara	10846907	Non-Executive - Independent Director	18-12-2024	13-11-2025

16. CHANGE IN NATURE OF BUSINESS

The Company, is engaged in the business of manufacturing, processing, trading, importing, exporting and dealing in textiles, metals, machinery, agricultural produce, consumer and industrial products and allied goods. It may also undertake agriculture, infrastructure, real estate, recycling, waste management and related service activities. There is no change in the nature of business during the year under review.

The management is committed to strengthening the Company's operational efficiency, expanding its business activities, and ensuring sustainable growth while maintaining regulatory compliance and safeguarding stakeholders' interests.

17. PROMOTER RECLASSIFICATION DURING THE YEAR

During the year under review, the Company has received approval from Bombay Stock exchange vide letter dated May 08, 2025 for reclassification of following promoter from "Promoter" category to "Public" category:

Name of Promoter/Promoter Group	No of Shares Held	% of shareholding in the Company
Anant Overseas Private Limited	0	0
Ujala Stainless Private Limited	0	0

18. DECLARATION BY INDEPENDENT DIRECTORS:

Your Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of the Companies Act, 2013 read with the Schedules and Rules issued there under as well as Regulation 16(1)(b) of Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force).

19. MEETINGS OF THE BOARD OF DIRECTORS

The following Meetings of the Board of Directors were held during the Financial Year 2025-26:

S. No.	Date of Meeting	Board Strength	No. of Directors Present	% of Attendance
1.	21-04-2025	5	5	100%
2.	28-05-2025	5	5	100%
3.	12-08-2025	5	5	100%
4.	13-10-2025	5	5	100%
5.	29-10-2025	6	6	100%
6.	13-11-2025	4	4	100%
7.	19-02-2026	4	4	100%
8.	20-02-2026	4	4	100%
9.	20-03-2026	4	4	100%

20. FORMAL ANNUAL EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and other applicable legal provisions, if any, annual performance evaluation of Board was carried out by Independent Directors in their separate meeting. Further, evaluation of the committees was carried out by the Board. The performance evaluation of all the Directors was carried out individually by the Nomination and Remuneration Committee and in addition to it, performance evaluation of executive directors was also carried out by the Independent Directors at their separate meeting.

21. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 read with the rules issued there under, Regulation 17(10) of the Listing Regulations and the circular issued by SEBI dated 5th January, 2017 with respect to Guidance Note on Board Evaluation, the evaluation of the annual performance of the Directors/Board/Committees was carried out for the financial year 2025-26.

The board of directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors, performance of Non-Independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

22. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Directors will be introduced to all the Board members and the senior management personnel such as Chief Financial Officer, Company Secretary and various Department heads individually to know their roles in the organization and to understand the information which they may seek from them while performing their duties as a director and meeting may be arranged for the Independent Directors with aforesaid officials to better understand the business and operation of the Company.

As a part of continuous updating and familiarization with the Company, every Independent Director will be taken for visits to the factory or manufacturing units and other branch of the company where the officials of the various departments apprise them of the operational and sustainability aspects of the plants to enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality etc. The Company may also circulate news and articles related to the industry from time to time and may provide specific regulatory updates.

23. AUDITOR:

M/s. BMGS & Associates, Chartered Accountants (Firm Registration No.: 026886N) were appointed as Statutory Auditors of the company to fill the casual vacancy of previous auditor with effect from 19th February, 2026.

However, M/s. BMGS & Associates, Chartered Accountants, (Firm Reg. No. 026886N) Statutory Auditor of the Company vide letter dated 26.08.2026, has tendered their resignation as Statutory Auditor.

Further, **M/s Bihari Shah & Co., Chartered Accountants (Firm Registration No. 119020W)** appointed as the Statutory Auditor of the Company to fill up the casual vacancy caused by the resignation of M/s. BMGS & Associates, Chartered Accountants, (Firm Reg. No. 026886N) w.e.f. 31st August 2026.

Furthermore, **M/s. Bihari Shah & Co., Chartered Accountants (Firm Registration No. 119020W)** is appointed as statutory auditor of the company in the 31st Annual General Meeting to be held on 30th September, 2026 for a term of Five Consecutive Years from 2026-27 to 36th Annual General Meeting 2030-31.

Further, the Company has received a written Certificate of eligibility cum Consent letter to the effect that their re-appointment, if made, would be in accordance with the conditions prescribed in section 139 and 141 of the Companies Act 2013 and rules made thereunder. Members are requested to consider their appointment.

AUDITOR'S REPORT:

M/s. Bihari Shah & Co., Chartered Accountants (Firm Registration No. 119020W) have audited the Financial Statements for the year ended 31st March, 2026. The auditor has issued a qualified Audit Report.

The basis of Qualified Opinion:

Particulars	Audit Qualification	Management Response
Inability to Verify Inventory (Scope Limitation)	The management has not provided any confirmation, representation, or physical verification records regarding the inventory (stock) as of March 31, 2026. Consequently, we were unable to perform alternative audit procedures to obtain sufficient appropriate audit evidence regarding the existence, condition, and valuation of the inventory. We are unable to determine whether any adjustments to these amounts were necessary.	A new management team has recently assumed control and is currently evaluating the results of a newly conducted physical verification exercise.
Non-Provision of Interest Expense (Ind AS Departure)	The Company has availed unsecured loans from various entities and individuals; however, it has not provided for interest on these unsecured loans. This non-recognition of interest expense is a departure from Ind AS 109. Had the interest been recognized, the financial liabilities would have been higher, and the reported profit would have been correspondingly lower.	The management is actively obtaining formal balance and interest confirmations from the respective entities/individuals to determine the exact liability.
Non-Recognition of Interest Income (Ind AS Departure)	The Company has granted loans and advances to various entities and individuals but has failed to recognize interest income on these disbursements. This departure from Ind AS 109 means that, had the interest been accrued, the financial assets and reported profit would have been higher.	A complete review and reconciliation of all outstanding loans and advances is scheduled to be executed in the upcoming financial year.

24. **SECRETARIAL AUDITOR'S REPORT:**

In terms of Section 204(1) of Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Vishakha Agrawal & Associates, Practising Company Secretaries, Indore as the Secretarial auditor of the Company for the financial year ending 31st March, 2026.

The Secretarial Audit Report submitted by Mrs. Vishakha Agrawal of M/s Vishakha Agrawal & Associates, Practising Company Secretaries in prescribed format in MR-3 to the shareholders of the Company is annexed to this Report as "**Annexure-A"**.

The Secretarial Auditor in her Report has mentioned that during the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. except that:

(A) The BSE has imposed penalty of Rs. 29,500 for Late submission of financial results for the quarter ended December 2025 by 5 days under Regulation 33 of SEBI (LODR) Regulations, 2015. As informed by the company, the delay was due to resignation of auditor and denial of previous auditor to give the audit report for the quarter ended 31st December 2025.

(B) The Company has delayed in disclosure of timely information w.r.t. Outcome of Board meeting of the Company under Regulation 30 of SEBI (LODR) Regulations, 2015.

(C) The Company has delayed in approval and submission of Audited Financial Results for the quarter and financial year ended 31st March 2026 under Regulation 33 of SEBI (LODR) Regulations, 2015.

25. <u>MANAGEMENT RESPONSE:</u>

The Management has duly taken note of the observations made in the Secretarial Audit Report. The delay in submission of results and their failure to submit the audit report/ limited review, the delay was due to resignation of auditor and denial of previous auditor to give the audit report for the quarter ended 31st December 2025. The Company had to take the report from the new auditor. Further, the company shall pay the fine amount.

The Management has initiated suitable steps to address the concerns raised and is committed to ensuring full compliance with the applicable provisions of law and strengthening internal processes to avoid recurrence of such observations in future.

26. <u>BUSINESS RISK MANAGEMENT:</u>

The Management has implemented business risk management policy. At present the company has not identified any element of risk which may threaten the existence of the company. The Company has Risk Management Policy to report genuine concerns or grievances of directors and employees and to deal with instance of fraud and mismanagement, if any.

27. <u>CONSERVATION OF ENERGY*:*</u>

Company ensures that the operations of the company are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.

No specific investment has been made in reduction in energy consumption equipment.

As the impact of measures taken for conservation and optimum utilization of energy are not quantitative, its impact on cost cannot be stated accurately.

No steps have been taken for by the company for utilizing alternate sources of energy.

The Information relating to conservation of energy, technology absorption, foreign exchange earnings and outgo under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is enclosed as "Annexure-I" and forms part to this report.

28. <u>TECHNOLOGY ABSORPTION*:*</u>

Company's operations are conducted by using in-house know how and no outside technology is being used for operating activities. Therefore, there is no outside technology absorption in the company. The Company has not incurred expenditure on research and development activities during the year.

29. FOREIGN EXCHANGE EARNINGS AND OUT-GO:

During the period under review there was no foreign exchange earnings or out flow.

30. PARTICULARS OF EMPLOYEES:

Section 197 of companies act, 2013 read with rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, are not applicable to company as no employee of company is in receipt of remuneration exceeding the limit as mentioned in relevant provision.

31. BOARD COMMITTEE:

Pursuant to Section 178 of the Companies Act, 2013, Company had constituted the following Board Committees:

1. Audit Committee;
2. Nomination and Remuneration Committee; and
3. Stakeholders Relationship Committee;

The composition of all Committees has been stated under Corporate Governance Report forming an integral part of Annual Report

32. AUDIT COMMITTEE:

The Audit Committee Comprises of Two (02) Non-Executive Independent Director and One (01) Non-Executive - Non Independent Director:

- Mr. Naveen Sharma
- Ms. Meenu Jain
- Mr. Anand Singh

All recommendations made by the Audit Committee were accepted by the Board.

The Committee inter alia reviews Internal Control Systems and reports of Internal Auditors and compliance of various regulations. The Committee also reviews at length the Financial Statements before they are placed before the Board of Directors of the company.

33. STAKEHOLDERS RELATIONSHIP COMMITTEE

Stakeholders' relations have been cordial during the year, as a part of compliance, your Company has Stakeholders Relationship Committee to consider and resolve the grievances of security holders of your Company. There were no grievances pending as on 31st March, 2026. A confirmation to this effect has been received from your Company's Registrar and Share Transfer Agent.

34. NOMINATION, REMUNERATION AND EVALUATION POLICY:

The Board has on recommendation of the Nomination and Remuneration Committee has framed a policy for selection and appointment of Directors, Senior Management and their remuneration and the evaluation. The Nomination and Remuneration Policy is forming part of Director's Report as **"Annexure 4".**

35. PARTICULARS OF LOANS, GUARANTEES OR/AND INVESTMENTS:

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the Financial Statement.

36. DISCLOSURE REQUIREMENTS:

- As per the Provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 entered into with the stock exchanges, corporate governance report with auditors' certificate there on and management discussion and analysis are attached, which form part of this report.
- Details of the familiarization program of the independent directors are available on the website of the Company (www.sru-steels.com).
- The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act. The whistle blowing Policy is available on the company's website at www.sru-steels.com

37. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, AND REDRESSAL) ACT, 2013

Our Company is committed to provide the healthy environment to all its employees, the company has in place a Prevention of the Sexual Harassment Policy and an Internal complaints redressal mechanism as per the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There was no complaint received from any employee during the financial year 2025-26, hence no complaints are outstanding as on 31.03.2026.

38. RELATED PARTY TRANSACTIONS:

None of the transaction with related parties (related to business) falls under the scope of Section 188(1) of the Act, Information on transactions with related parties pursuant to section 134 (3) (h) of the Act read with rule 8(2) of Companies (Accounts) Rules, 2014 are given in **"Annexure II" in Form AOC-2** and same forms part of this report.

39. FIXED DEPOSITS/ DEPOSITS:

During the year under review your Company has not accepted or invited any fixed deposits from the public and there were no outstanding fixed deposits from the public as on the Balance Sheet date.

Our Company has not accepted deposit from the public falling with in the ambit of Section 73 of the Companies Act, 2013 along with Companies (Acceptance of Deposits) rules, 2014.

40. DISCLOSURE UNDER SECTION 164 (2):

None of the Directors of your Company are disqualified from being appointed as Directors as specified under Section 164(2) of the Companies Act, 2013.

41. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

During the financial year 2025-26, there were no significant material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of your Company and its future operations.

42. PARTICIPATION IN THE GREEN INITIATIVE:

Our Company continues to wholeheartedly participate in the Green Initiative undertaken by the Ministry of Corporate Affairs (MCA) for correspondences by Corporate to its Members through electronic mode. All the Members are requested to join the said program by sending their preferred e-mail addresses to their Depository Participant.

43. CODE OF FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION AND CODE OF CONDUCT UNDER SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015

Pursuant to Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015 the Board to Directors has formulated and adopted the “Code of Practices and Procedures for fair Disclosure of Unpublished Price Sensitive Information” (Code of Fair Disclosure) of the Company.

The Board has also formulated and adopted “Code of Conduct for Prohibition of Insider Trading” (Code of Conduct) of the company as prescribed under Regulation 9 of the said Regulation.

44. ACKNOWLEDGEMENTS:

The Board of Directors of your Company acknowledges their sincere appreciation for the support extended by the statutory authorities, the stock exchanges, advisors, shareholders and staff of the Company for the valuable assistance, support and co-operation extended to the Company and continuous support and faith reposed in the Company.

By the order of the Board of Directors
For SRU Steels Limited

Place: Delhi	**Sd/-**	**Sd/-**
Date: 08/09/2026	**Mr. Akhil Arora**	**Mr. Anand Singh**
	Managing Director and CFO	**Non-Executive –Non Independent Director**
	DIN: 11329665	**DIN: 11329642**

Annexure-I

Information as per Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ended March 31, 2026.

A.	**Conservation of Energy**		
	(i)	the steps taken or impact on conservation of energy	N.A
	(ii)	the steps taken by the company for utilising alternate sources of energy:	N.A
	(iii)	the capital investment on energy conservation equipments:	N.A
B.	**Technology absorption**		
	(i)	the efforts made towards technology absorption:	N.A
	(ii)	the benefit derived like product improvement, cost reduction, product development or import substitution:	N.A
	(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	N.A
		a) the details of technology imported;	N.A
		b) the year of import;	N.A
		c) whether the technology been fully absorbed	N.A
		d) if not fully absorbed, area where absorption has not taken place, and the reasons thereof; and	N.A
		e) the expenditure incurred on Research and Development	N.A
		Note: Since your Company has not involved in manufactuirng operations, the requirements pertaining to disclosure of particulars relating to conservation of energy, research & development and technology absorption, as prescribed under the Companies (Accounts) Rules, 2014 are not applicable.	
C.	**Foreign Exchange Earning and outgo**		
	The company does not have any export sale, hence the respective point is not applicable.		

Particulars	Financial Year ended 31st March, 2026	Financial Year ended 31st March, 2025
Foreign Exchange Earned	Nil	Nil
Foreign Exchange used	Nil	Nil

By the order of the Board of Directors
For SRU Steels Limited

Place: Delhi
Date: 08/09/2026

Sd/-
Mr. Akhil Arora
Managing Director and CFO
DIN: 11329665

Sd/-
Mr. Anand Singh
Non-Executive –Non Independent Director
DIN: 11329642

Annexure-II

FORM 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.

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

Name (s) of Related Party	Nature of Relationship	Duration of Contract	Salient Terms	Dates of Approval by the Board	Amount (In Rs.)	Amount paid as advance, if any
- -	- -	- -	- -	- -	- -	- -

2. Details of contracts or arrangements or transactions at Arm's length basis:

Name (s) of Related Party	Nature of Relationship	Duration of Contract	Salient Terms	Dates of Approval by the Board	Amount (In Rs.)	Amount paid as advance, if any
-	-	-	-	-	-	-

Note: The details of all related party transactions as per Indian Accounting Standard 24 have been disclosed in Notes to Accounts of Financial Statements.

.

By the order of the Board of Directors
For SRU Steels Limited

Place: Delhi
Date: 08/09/2026

Sd/-
Mr. Akhil Arora
Managing Director and CFO
DIN: 11329665

Sd/-
Mr. Anand Singh
Non-Executive –Non Independent Director
DIN: 11329642

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

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

To,
The Members
SRU STEELS LIMITED
CIN: **L01111DL1995PLC107286**
C-47 G/F, Shivalik Colony, Malviya Nagar, Near Shemrock School,
South Delhi, New Delhi, Delhi - 110017

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SRU STEELS LIMITED (CIN: L01111DL1995PLC107286)** (hereinafter called "**the Company**"). While taking review after the completion of financial year, Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Management's Responsibility
The Management of the Company is completely responsible for preparation and maintenance of Secretarial records and for developing proper systems to ensure compliance with the provisions of applicable laws, rules and regulations.

Auditor's Responsibility:
Our responsibility is to express an opinion on existence of adequate Board Process and Compliance Management System, commensurate to the size of the company, based on these secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers and agents of the company during the said audit.

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

Wherever required, we have obtained the management representation about the compliance of the laws, rules, regulations and happening of events, etc.

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

Based on the information and/or details received on verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents, KMPs, Directors 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, 2026 generally complied with the statutory provisions listed hereunder and also that the Company generally 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 (within / *beyond* the due date with the applicable additional fees) and other records maintained by the Company for the financial year ended on 31st March, 2026 according to the provisions of:

(i) The Companies Act, 2013 (“the Act”) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act,1999 and the Rules and Regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the company during the audit period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities And Exchange Board of India (Share Based Employees Benefits) Regulations 2014. **(Not applicable to the Company during Audit Period)**

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. **(Not applicable to the Company during Audit Period)**

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client. **(Not applicable as the Company is not registered as a Registrar to an Issue or Share Transfer Agent)**.

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. **(Not applicable to the Company during the Audit Period)**

h) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2009. **(Not applicable to the Company during the Audit Period)**

(vi) The following other laws as specifically applicable in the view of the Management.

a) Acts prescribed under Environmental Protection.
b) Negotiable Instruments Act, 1881
c) Employees Provident Fund and Miscellaneous Provisions Act, 1952
d) Payment of Wages Act, 1936 and other applicable labour laws
e) General Clause Act, 1897
f) Registration Act, 1908
g) Indian Stamp Act, 1899
h) Limitation Act, 1963
i) Transfer of Property Act, 1882
j) Indian Contract Act, 1872
k) Sale of Goods Act, 1930
l) Consumer Protection Act, 1986
m) Arbitration and Conciliation Act, 1996
n) Central Goods and Services Tax Act, 2017
o) Other laws as applicable to the Company

As per the certificate received from the Managing Director, the company, has complied with all the laws and regulations governing the company’s behavior as a Public Listed Company, has been following due processes enabling the Company to comply by all the legal requirements applicable to a Public Listed Company and has 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 have also examined compliance with the applicable clauses of the following:

i) Secretarial Standards issued by The Institute of Company Secretaries of India.
ii) Compliance of the applicable Clauses of the Listing Agreement entered into by the Company with the Bombay Stock Exchange Limited.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. except that

(A) The BSE has imposed penalty of Rs. 29,500 for Late submission of financial results for the quarter ended December 2025 by 5 days under Regulation 33 of SEBI (LODR) Regulations, 2015. As informed by the company, the delay was due to resignation of auditor and denial of previous auditor to give the audit report for the quarter ended 31st December 2025.

(B) The Company has delayed in disclosure of timely information w.r.t. Outcome of Board meeting of the Company under Regulation 30 of SEBI (LODR) Regulations, 2015.

(C) The Company has delayed in approval and submission of Audited Financial Results for the quarter and financial year ended 31st March 2026 under Regulation 33 of SEBI (LODR) Regulations, 2015.

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. There were changes in the composition of the Board of Directors during the period under review.

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 and recorded in the minutes.

We further report that no audit has been conducted on compliance with finance and taxation laws as the same are subject to review and audit by Statutory Auditor and Internal Auditor to the Company and their observations, if any, shall hold for the purpose of the Audit Report.

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

For Vishakha Agrawal & Associates
Practising Company Secretaries

CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
P.R. No. 2575/2022
UDIN: A039298H001411724

Place: Indore
Date: 08/09/2026

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

ANNEXURE A

To,
The Members
SRU STEELS LIMITED
CIN: L01111DL1995PLC107286
C-47 G/F, Shivalik Colony, Malviya Nagar, Near Shemrock School,
South Delhi, New Delhi, Delhi - 110017

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

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

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

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and have relied on the report of statutory auditors on direct and indirect taxes. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

4. 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.

5. The Secretarial Audit report 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 Vishakha Agrawal & Associates
Practising Company Secretaries

CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
P.R. No. 2575/2022
UDIN: A039298H001411724

Place: Indore
Date: 08/09/2026

CORPORATE GOVERNANCE REPORT

(In compliance with Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. CORPORATE GOVERNANCE: PHILOSOPHY

Corporate Governance is the creation and enhancement of long-term sustainable value for our stakeholders, comprising regulators, employees, customers, vendors, investors, and the society at large, through ethically driven business practices. Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. Strong leadership and effective corporate governance practices have been the Company' shall mark inherited from its culture and ethos. At SRU Steels, it is imperative that our Company's affairs are managed in a fair and transparent manner.

We ensure that we evolve and follow not just the stated corporate governance guidelines, but also the best practices. We consider it our inherent responsibility to protect the rights of our shareholders and disclose timely, adequate and accurate information regarding our financials and performance, as well as the leadership and governance of the Company.

The Company's philosophy of Corporate Governance aims to maximize long-term stakeholders value. It is a combination of many factors to achieve the objectives of transparency, full disclosure, a system of checks and balances between the Shareholders, Directors, Auditors and the Management. Integrity and transparency are key to our corporate governance practices and performance, and ensure that Company gain and retain the trust of our stakeholders at all times.

The Board is responsible for and committed to sound principles of Corporate Governance in the Company. The Board plays a crucial role in overseeing how the management serves the short and long-term interests of shareholders and other stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board. We keep our governance practices under continuous review and benchmark ourselves to best practices across the globe.

The Company is in compliance with the requirements stipulated under Regulations 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of Regulation 46(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as applicable, with regard to corporate governance.

The Company has been complying with the Corporate Governance requirements, as stipulated under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchange.

2. CODE OF CONDUCT

The Company has a strong legacy of fair, transparent and ethical governance practices. The Company has adopted a Code of Conduct for its employees including the Managing Director and the Executive Directors. In addition, the Company has adopted a Code of Conduct for its Board Members, The Code of Conduct for regulating & Monitoring Trading by the Insiders and the Code of Practices and Procedures Fair Disclosure of Unpublished Price Sensitive Information, are available on the Company's website at www.sru-steels.com .The company has received confirmation from the Senior Management Personnel regarding compliance of code of conduct during the period under the review.

3. BOARD OF DIRECTORS

Our Company is a professionally managed company functioning under the overall supervision of the Board. The Board has ultimate responsibility for the development of strategy, management, general affairs, direction, performance and long-term success of business as a whole. The Chairman leads the Board and is responsible for its overall effectiveness. The Chairman sets the Board Agenda, ensures the Directors receive accurate, timely and clear information, promotes and facilitates constructive relationships and effective contribution of all Executive and Non-Executive Directors, and promotes a culture of openness and debate. The Independent Directors provide constructive challenge, strategic guidance, and specialist advice and hold management to account. We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of corporate governance.

The Board of Directors, along with its committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholders' value.

A. COMPOSITION OF BOARD:

The Board of your Company comprises highly experienced persons of repute, eminence and has a good and diverse mix of Executive and Non-Executive Directors with majority of the Board members comprising Independent Directors including Independent Women Directors. The Board composition is in conformity with the applicable provisions of Companies Act, 2013 (the Act) and Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time.

The Board composition of your Company as on 31st March, 2026 comprises of Four (4) directors out of which Two (2) Independent Directors, One (1) Non-Executive Non Independent Directors and One (1) Executive Director designated as Managing Director.

The composition of the Board represents an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business. The Board as part of its succession planning exercise periodically reviews its composition to ensure that the same is closely aligned with the strategy and long- term needs of the Company.

The number of Directorship(s), Committee Membership(s), and Chairmanship of all the Directors is within respective limits prescribed under the Act and Listing Regulations as amended from time to time. The Managing Director does not serve as an Independent Director in any Listed Company.

Further as mandated Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, none of the directors on the Board is a member of more than 10 (ten) committee or hold offices as a Chairman of more than 5 (five) Committees (Committee being Audit Committee and Stakeholder Relationship Committee as per Regulation 26 (1) (b) of SEBI (Listing Obligation and Disclosure Requirement Regulation, 2015) across all the public companies in which he/she is a Director. The necessary disclosures regarding the committee composition have been made to all the directors.

None of the Directors on the Board:

- holds directorships in more than ten public companies;
- serves as Director or as independent directors in more than seven listed entities; and
- who are the Executive Directors serve as independent directors in more than three listed entities.

The detailed composition and category of the Directors as on 31.03.2026 is as follows:

Name & DIN of the Director	**DIN**	**Designation**	**Category**
Mr. Akhil Arora	11329665	Managing Director	Executive Director
Mr. Anand Singh	11329642	Director	Non-Executive - Non Independent Director
Ms. Meenu Jain	07072779	Director	Non-Executive - Independent Director
Mr. Naveen Sharma	10659785	Director	Non-Executive - Independent Director

As per the provisions of Regulation 17 of Listing Regulations, approval of Shareholders, for appointment of Directors on the Board shall be taken either at the next General Meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, the company has approved the appointment of Mr. Akhil Arora, as Managing Director and Executive Director, Mr. Anand Singh as the Non-Executive Non-Independent Director, Ms. Meenu Jain as Non-Executive - Independent Director, Mr. Naveen Sharma as the Non-Executive - Independent Director of the Company by the shareholders of the Company by passing the resolution by the means of postal ballot on 29th January, 2026.

B. DETAILS OF ATTENDANCE OF DIRECTORS AT THE BOARD MEETING & LAST AGM

Sr. No	Name of the Directors	Category of Directorship	No. of Board Meetings Attended	Attendance at last AGM	Number of Directorships in Listed Companies including this listed company	Committee Membership and Chairmanship in other Public Ltd. Co. including this listed company	Shareholding in the Company	No. of shares held (as at March 31, 2025)
1.	Mr. Dharmik Atulbhai Rojasara	Non-Executive - Independent Director	5	Yes	0	**Membership-0** **Chairmanship-0**	NIL	NIL
2.	Ms. Kairavi Lalitbhai Vadodariya	Non-Executive - Independent Director	3	Yes	0	**Membership-0** **Chairmanship-0**	NIL	NIL
3.	Mr. Himanshu Rajeshkumar Vyas	Non-Executive - Independent Director	3	Yes	0	**Membership-0** **Chairmanship-0**	NIL	NIL
4.	Mr. Manish Manojbhai Rathod	Non-Executive - Non Independent Director	4	Yes	0	**Membership-0** **Chairmanship-0**	NIL	NIL
5.	Mr. Vijay Sureshbhai Makvana	Executive Director	5	Yes	0	**Membership-0** **Chairmanship-0**	NIL	NIL
6.	Mr. Akhil Arora	Executive Director	6	No	1	**Membership-0** **Chairmanship-0**	NIL	NIL
7.	Mr. Anand Singh	Non-Executive - Non Independ	6	No	1	**Membership-3**	NIL	NIL

		ent Director				**Chairmanship-0**		
8.	Ms. Meenu Jain	Non-Executive - Independent Director	7	No	4	**Membership-6** **Chairmanship-2**	NIL	NIL
9.	Mr. Naveen Sharma	Non-Executive - Independent Director	7	No	3	**Membership-2** **Chairmanship-4**	NIL	NIL

C. BOARD MEETING

The Board meets at regular intervals to discuss and decide on Company/business policy and strategy and other matters. However, in case of business exigencies/ urgencies resolutions are passed through circulation or additional meetings are conducted.

During the financial year 2025-26, the members of the Board met 10 (Ten) times to review, discuss and decide about the business of the Company.

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

S. No.	Date of Meeting	Total No of Directors as on date of meeting	Attendance	
			No. of Directors attended	% of Attendance
1	21-04-2025	5	5	100%
2	28-05-2025	5	5	100%
3	12-08-2025	5	5	100%
4	13-10-2025	5	5	100%
5	13-10-2025	5	5	100%
6	29-10-2025	6	6	100%
7	13-11-2025	4	4	100%
8	19-02-2026	4	4	100%
9	20-02-2026	4	4	100%
10	20-03-2026	4	4	100%

The necessary quorum was present at all the Board Meetings. The maximum gap between any two Board meetings held during the year was not more than one hundred and twenty days. During the year under review, no Board meeting was held via video conferencing.

D. APPOINTMENT AND TENURE

A Particulars and brief profile of Director retiring by rotation and also seeking re-appointment have been given in the notice for convening the Annual General Meeting.

The Directors of the Company are appointed/re- appointed by the Board on the recommendation of the Nomination and Remuneration Committee and approval of the Shareholders through means of Postal Ballot. In accordance with the Articles of Association of the Company and provisions of the Act, all the Directors, except the Managing Director and Independent Directors, of the Company, are liable to retire by rotation at the Annual General Meeting (AGM) each year and, if eligible, offer their candidature for re-appointment. The Board of Directors on the Board have been appointed as per the provisions of the Act and serve in accordance with the terms of employment with the Company.

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2026 have been made by the Directors. None of the Directors is related to each other.

E. BOARD MEMBERSHIP CRITERIA AND LIST OF CORE SKILLS/ EXPERTISE/ COMPETENCIES IDENTIFIED IN THE CONTEXT OF THE BUSINESS:

The Board of Directors are collectively responsible for selection of a member on the Board. The Nomination and Remuneration Committee of the Company follows a defined criteria for identifying, screening, recruiting and recommending candidates for election as a Director on the Board. The criteria for appointment to the Board include:

- composition of the Board, which is commensurate with the size of the Company, its portfolio, geographical spread and its status as a Listed Company;
- desired age and diversity on the Board;
- size of the Board with optimal balance of skills and experience and balance of Executive and Non-Executive
- Directors consistent with the requirements of law;
- professional qualifications, expertise and experience in specific area of relevance to the Company;
- balance of skills and expertise in view of the objectives and activities of the Company;
- avoidance of any present or potential conflict of interest
- availability of time and other commitments for proper performance of duties;
- personal characteristics being in line with the Company's values, such as integrity, responsibility, respect and pioneering mindset.

F. DISCLOSURE OF RELATIONSHIP OF DIRECTOR

None of the Directors of the Company has any pecuniary relationship with the Company.

None of the Directors is related to each other and there are no inter se relationships between the Directors.

The Company has not issued any convertible instruments; hence, disclosure in this respect is not applicable.

G. INDEPENDENT DIRECTOR

All the Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with Section 149 of the Companies Act, 2013, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. The maximum tenure of the Independent Director is in compliance with the Act.

Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

i. Terms and conditions of appointment of Independent Directors

The Company currently has 2 Non-Executive Independent Directors. All Independent Directors of the Company have been appointed as per the provisions of the Act and the SEBI Listing Regulations. Formal letters of appointment have been issued to Independent Directors. As required by Regulation 46 of the SEBI

(Listing Obligations and Disclosures Requirements) Regulations, 2015, the terms and conditions of their appointment are disclosed on the Company's website at www.sru-steels.com .

In the opinion of the Board, the Independent Directors fulfill the conditions of independence specified in the Act and the SEBI Listing Regulations and are independent of the management

ii. Separate Meeting of Independent Directors

In terms of Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Independent Directors of the Company shall meet once in a year to review the performance of Non-Independent Directors, the Board as a whole, review the performance of the Chairman of the Company and assessed the quality, quantity and timelines of flow of information between the Company Management and the Board.

The Independent Directors of the Company had met during the year on 31st March, 2026, without the presence of Non- Independent Director and members of management, to review the performance of Non-Independent Directors and the Board as whole, review the performance of the Chairman of the Company and has assessed the quality, quantity and timelines of flow of information between the Company Management and the Board.

The Independent Directors inter alia discuss the issues arising out of the Committee Meetings and Board discussion including the quality, quantity and timely flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform its duties. In addition to these formal meetings, interactions outside the Board Meetings also take place between the Chairman and Independent Directors.

The Meeting was attended by all the Independent Director as on that date.

iii. Familiarization programmes for the Independent Director

Your Company has formulated Familiarization Programme for all the Independent Directors in accordance with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Schedule IV of the Companies act, 2013 which provides that the Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company etc. through various programs for the purpose of contributing significantly towards the growth of the Company.
They are given full opportunity to interact with senior Management personnel and are provided with all the documents required and/ or sought by them to have a good understanding of the Company, its business model and various operations and the industry of which it is a part.

H. INFORMATION PRESENTED AT MEETINGS

The Board business generally includes consideration of important corporate actions and events including:
a) Quarterly and annual result announcements;
b) Oversight of the performance of the business;
c) Board succession planning;
d) Review of the functioning of the Committees and
e) Other strategic, transactional and governance matters as required under the Companies Act, 2013, Listing Regulations and other applicable legislations.

I. INFORMATION SUPPLIED TO THE BOARD

The Board has complete access to all information with the Company; inter alia, the information as required under the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 is regularly provided to the Board as a part of the Board Meeting agenda well in advance of the Board meetings along with comprehensive background information on the items in the agenda to enable the Board to arrive at appropriate decisions. In addition, the Board is kept informed of all major events, including information listed under Part A of Schedule II to the SEBI Listing Regulations.

Based on the agenda, members of the senior leadership are invited to attend the Board Meetings, which brings in requisite accountability and provides developmental inputs.

J. COMPLIANCE REPORTS OF ALL APPLICABLE LAWS TO THE COMPANY

The periodical reports submitted by the Internal Auditors and by the concerned executives of the Company with regard to compliance of all laws applicable to the Company including steps taken by the Company to rectify instances of non-compliances, if any, are reviewed by the Board at regular intervals.

K. EVALUATION OF PERFORMANCE OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

As required under Section 134 (3) (p) of the Companies Act, 2013, and regulation 17 (10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has carried out an annual evaluation of its own performance and that of its Committees and individual Directors.

Evaluation of the Board and its Committees is based on various aspects of their functioning, such as adequacy of the constitution and composition of the Board and its Committees, matters addressed in the meetings, processes followed at the meeting, Board's focus, regulatory compliances and Corporate Governance, etc., are in place. Similarly, for evaluation of individual Director's performance, various parameters like Director's profile, contribution in Board and Committee meetings, execution and performance of specific duties, obligations, regulatory compliances and governance, etc., are considered.

Further, the performance of the Board, its Committees and individual directors was evaluated by the board after seeking inputs from all Directors. The performance of the committees was evaluated by the Board after seeking inputs from the committee members.

As required under Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Board assessed the performance of the Independent Directors, individually and collectively as per the criteria laid down and on an overall assessment, the performance of independent directors was found noteworthy. The Board has therefore recommended the continuances of the Independent Directors on the Board of the Company. The Board has evaluated the performance of the independent directors on the parameters such as Qualification, knowledge, experience, initiate, attendance, concerns for the stakeholders, leadership, team work attributes, effective interaction, willing to speak up, high governance standard, integrity, relationship with management, Independent views and judgement. Further, the Board and each of the Directors had evaluated the performance of each individual director on the basis of above criterion.

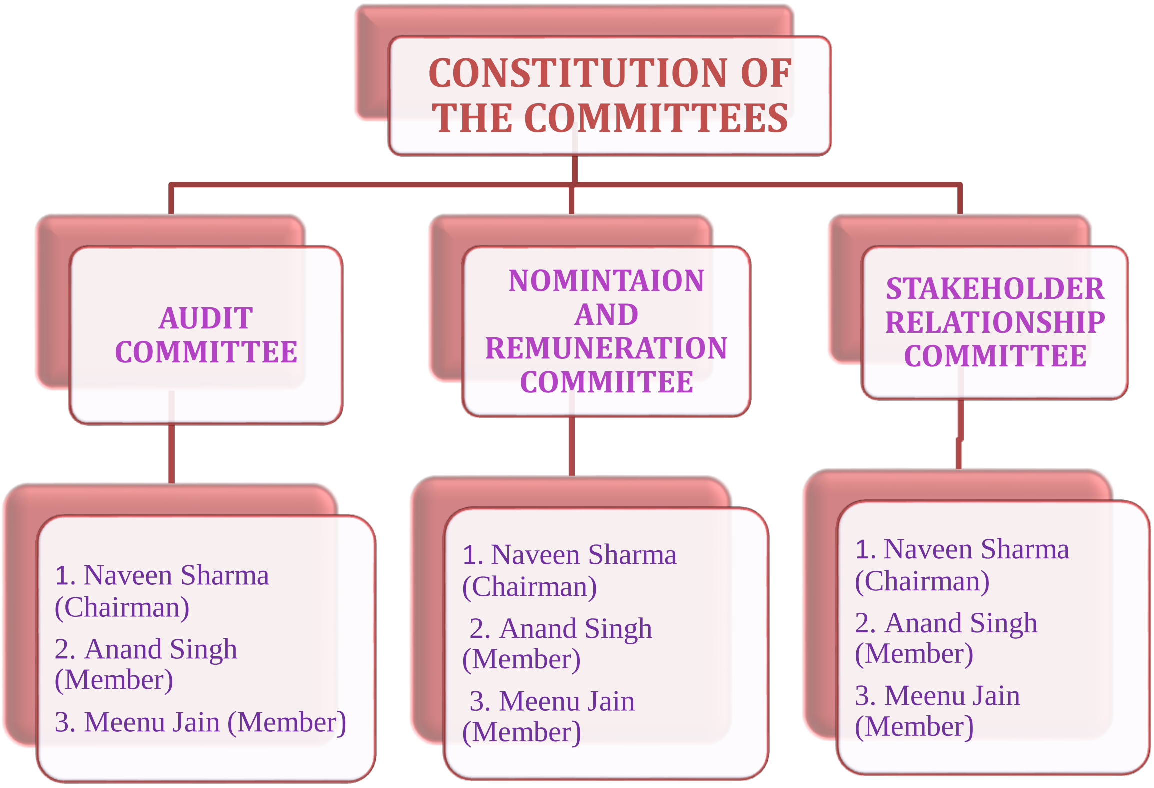
The Board of Directors assessed the performance of the Board as whole and committees of the Company based on the parameters which amongst other included structure of the Board, including qualification, expectance and competency of the Directors, diversity of the Board and process of appointment; Meeting of the Board, including regularity and frequency, agenda, discussion and dissent, recording of the minutes, functions of the Board, including strategy and performance valuation, corporate culture and value, evaluation of risks, succession plan, focus on the shareholders' value creation, effectiveness of Board process, governance and compliance and meaning full communication, high governance standard, knowledge of business, openness discussion/integrity and information and functioning and quality of relationship between the Board and management.

The nomination and remuneration Committee & Audit Committee has also reviewed and considered the collective feedback of the whole of evaluation process. The Directors were satisfied with the evaluation results which reflected the overall management and effectiveness of the Board and its Committees.

4. COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the Governance Structure of the Company and have been constituted to deal with specific areas/activities as mandated by applicable regulations, which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by Members of the Board, as part of good governance practices. The Chairperson of the respective Committee informs the Board about the summary of the discussions held in the Committee Meetings. The minutes of the Meeting of all Committees are placed before the Board for review. The Board Committees can request special invitees to join the Meeting, as appropriate.

As on 31st March, 2026, the Board has constituted the following Committees:



The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas of concern for the company.

The Board is responsible for constituting, assigning, co-opting, and fixing the terms of reference of various committees. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance are provided below.

- **Audit Committee**

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 entered into with the Stock Exchange(s) read with Section 177 of the Companies Act, 2013 ("Act").

a) Terms of Reference of Audit Committee

The Committee is governed by the terms of reference which are in line with the regulatory requirements mandated by the Act and Listing Regulations.

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling their responsibilities, the Audit Committee was constituted. Majority of the members of the Audit Committee are Independent Directors and have rich experience in the financial/legal sector.

The Audit Committee ensures that it has reviewed each area that it is required to review under its terms of reference and under applicable legislations or by way of good practice. This periodic review ensures that all areas within the scope of the Committee are reviewed.

The terms of reference of Audit Committee are as per Regulation 18 of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 executed with the Stock Exchange(s), read with Section 177 of the Companies Act, 2013 and includes such other functions as may be assigned to it by the Board from time to time. The composition of the Audit Committee also adheres to the provisions of Section 177 of the Companies Act, 2013.

Activities of the Committee during the year	Frequency
Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible	△ \ □
Reviewing and examining with Management the quarterly and annual financial results and the Limited Review/Auditor's Report thereon before submission to the Board for approval	△ \ □
Reviewing management discussion and analysis of financial condition and results of operations	△
Recommending the appointment, remuneration and terms of appointment of Statutory Auditors of the Company and approval for payment of any other services	○
Reviewing and monitoring the Statutory Auditor's independence and performance and effectiveness of audit process	□
Reviewing, approving or subsequently modifying any Related Party Transactions in accordance with the Related Party Transaction Policy of the Company	△
Reviewing the adequacy of internal audit function and the findings of any internal investigations by the internal auditors	△
Reviewing management letters/letters of internal control weaknesses issued by the Statutory Auditors	△
Evaluating internal financial controls and risk management systems	△
Verifying that the systems for internal controls for compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 are adequate and are operating effectively	△
Reviewing the functioning of the Code of Business Principles and Vigil Mechanism	△
Scrutiny of Inter-corporate loans and investments.	△
Discussion with the Statutory Auditors, before the Audit commences, about the nature and scope of Audit as well as post audit discussions to ascertain any area(s) of concern.	□
Carrying out any other function as mentioned in terms of reference of the Audit Committee.	□

The main functions of the Audit Committee, inter-alia, include:

Role(s)/Terms of reference of Audit Committee are:

Annually= □
Quarterly = △
Periodically = ○

All the items listed in Section 177 of the Act and Regulation 18(3) read with Part C of Schedule II of the SEBI (Listing Obligation and Disclosure Requirements) Regulation are covered in terms of reference of the Audit Committee, directly or indirectly.

Further, pursuant to Regulation 18(2) (c) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Audit Committee is empowered to investigate any activity within its terms of reference, seek information it requires from any employee, obtain outside legal or other independent professional advice and secure attendance of outsiders with relevant expertise, if considered necessary.

Apart from the above, the Audit Committee also exercises the role and powers entrusted upon it by the Board of Directors from time to time.

b) Composition of Audit Committee

Name	Category of Directorship	Designation in Audit Committee
Mr. Naveen Sharma	Non-Executive & Independent Director	Chairman
Mr. Anand Singh	Non-Executive & Non-Independent Director	Member
Mrs. Meenu Jain	Non-Executive & Independent Director	Member

- **Pursuant to the resignation of Ms. Kairavi Lalitbhai Vadodariya and Mr. Himanshu Rajeshkumar Vyas and appointment of Ms. Meenu Jain and Mr. Naveen Sharma, Committee reconstituted on 13th October, 2025,**
- **Pursuant to the resignation of Mr. Dharmik Atulbhai Rojasara and appointment of Mr. Anand Singh, Committee was reconstituted on 13th November, 2025.**

c) **Meetings of Audit Committee**

During the financial year 2025-2026, Six (6) meetings of Audit Committee were held:

Date	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting*
21-04-2025	3	3	3
28-05-2025	3	3	3
12-08-2025	3	3	3
13-11-2025	3	3	2
19-02-2026	3	3	2
20-02-2026	3	3	2

- **Nomination & Remuneration Committee**

The Nomination and Remuneration Committee ("NRC") function in accordance with Section 178 of the Companies Act, 2013, read with rules framed thereunder and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

The NRC is responsible for evaluating the balance skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria, ongoing succession planning and for both internal and external appointment including Managing Director.

Further, the Committee is also responsible for formulating policies as to remuneration, performance evaluation, Board diversity, etc. in line with the Act and the SEBI Listing Regulations.

a. Key terms of reference of the committee are:

The roles and responsibilities of the Committee covers the area as specified in the Listing Regulations, Companies Act,2013 and other applicable laws, if any, besides other role and powers entrusted upon it by the Board of Directors from time to time. The roles and responsibilities of the Committee include the following:

Activities of the Committee during the year	Frequency
Determine/recommend the criteria for appointment of Directors, Members of Management Committee and Key Managerial Personnel	●
Identify candidates who are qualified to become Directors and who may be appointed as the member of the Committees, or as a Key Managerial Personnel	●
Evaluate the balance of skills, knowledge and experience on the Board and prepare a description of the role and capabilities required for Independent Director(s)	●
Review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonuses, stock options, pension, etc.	●
Ensure succession planning (including the development of a diverse pipeline for succession) to the Board and the leadership development plans to enhance such succession planning	●
Recommend to the Board, all remunerations, in whatever form, payable to Senior Management	■
Review, appraise and approve such other matter(s) as the board may recommend to it	■

Periodically = ●
Annually = ■

b. Composition of Nomination & Remuneration Committee:

Name	Category of Directorship	Designation in Committee
Mr. Naveen Sharma	Non-Executive & Independent Director	Chairman
Mr. Anand Singh	Non-Executive & Non-Independent Director	Member
Mrs. Meenu Jain	Non-Executive & Independent Director	Member

Seven (7) meeting of the Committee were held during the year under the review and the same were attended by all the members of Committee.

- **Pursuant to the resignation of Ms. Kairavi Lalitbhai Vadodariya and Mr. Himanshu Rajeshkumar Vyas and appointment of Ms. Meenu Jain and Mr. Naveen Sharma, Committee reconstituted on 13th October, 2025,**
- **Pursuant to the resignation of Mr. Dharmik Atulbhai Rojasara and appointment of Mr. Anand Singh, Committee was reconstituted on 13th November, 2025.**

Dates & number of meetings of Nomination and Remuneration Committee held during the year under member's attendance thereon:

Date	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting
21-04-2025	3	3	3
28-05-2025	3	3	3
12-08-2025	3	3	3
13-10-2025	3	3	3
29-10-2025	3	3	3
13-11-2025	3	3	2

19-02-2026	3	3	2

c. Performance evaluation criteria for independent directors

The performance evaluation criteria for independent directors is determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, commitment to his/her role towards the company and various stakeholders, willingness to devote time and efforts towards his/her role, high ethical standards, adherence to applicable codes and policies, effective participation and application of objective independent judgment during meetings, integrity and maintenance of confidentiality and independence of behaviour and judgment. etc.

On the basis of performance evaluation of Independent Directors, it is determined whether to extend or continue their term of appointment, whenever their respective term expires.

d. Policy on Board Diversity

Pursuant to the provisions of the Companies Act, 2013 and under SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 the Nomination and Remuneration Committee (NRC) of the Company provides a framework for ensuring diversity of the Board members based on factors, such as gender, age, qualifications, professional experience, expertise, skills and ability to add value to the business.

The Policy shall confirm with the following two principles for achieving diversity on its Board:

(a) Decisions pertaining to recruitment, promotion and remuneration of the directors will be based on their performance and competence; an

(b) For embracing diversity and being inclusive, best practices to ensure fairness and equality shall be adopted and there shall be zero tolerance for unlawful discrimination and harassment of any sort whatsoever.

In order to ensure a balanced composition of executive, non-executive and independent directors on the Board, the Company shall consider candidates from a wide variety of background

- **Stakeholders' Relationship Committee**

In compliance with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the stakeholder Relationship Committee (SRC) looks into various aspects of interest of stakeholders.

The role of Stakeholders' Relationship Committee includes resolving the grievances of Shareholders, ensuring expeditious share transfer process in line with the proceedings of the Share Transfer Committee, evaluating performance and service standards of the Registrar and Share Transfer Agent (RTA) of the Company.

The Committee has periodic interactions with the representatives of the RTA of the Company. Over the last few years, SEBI, the capital market regulator has issued guidelines and undertaken a number of measures for raising industry standards for RTA to facilitate effective shareholder service. In order to ensure compliance with various guidelines and measures issued by SEBI to improve investor services, the Committee invites the representatives of the RTA to join the Committee Meeting for sharing an update on the steps and actions taken by them. The Committee also invites Shareholders for interactions during the meeting to get a direct feedback on investor service.

The Committee ensures cordial investor relation and oversees the mechanism for redressal of investor's grievances. The term of references shall inter alia include:

- Resolving the grievances of the security holders of the entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
- Review of measures taken for effective exercise of voting rights by shareholders of the Company;
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of the company.
- Initiatives for registration of e-mail IDs, PAN & Bank mandates and demat of shares;
- Review shareholding distribution;
- Review movement in shareholding pattern;
- Comparative details on demat and physical holding.
- Monitor expeditious redressal of Investors' grievances;
- Consider all matters related to all security holders of the Company
- In addition, the Committee looks into other issues including status of dematerialization/ re-materialization of shares, transfer/transmission as well as systems and procedures followed to track investor complaints and suggest measures for improvement from time to time.
- During the year **2025-26, the Committee met on 12th August, 2025 and 20th March, 2026** and oversees the performance of the Registrar and Share Transfer Agent and recommends measures for overall improvement in quality of investor service. The Committee also looks into redressal of shareholder's/investors complaints.

a) Composition of Stakeholders' Relationship Committee:

Name	**Category of Directorship**	**Designation**
Mr. Naveen Sharma	Non-Executive & Independent Director	Chairman
Mr. Anand Singh	Non-Executive & Non-Independent Director	Member
Mrs. Meenu Jain	Non-Executive & Independent Director	Member

- **Pursuant to the resignation of Ms. Kairavi Lalitbhai Vadodariya and Mr. Himanshu Rajeshkumar Vyas and appointment of Ms. Meenu Jain and Mr. Naveen Sharma, Committee reconstituted on 13th October, 2025,**
- **Pursuant to the resignation of Mr. Dharmik Atulbhai Rojasara and appointment of Mr. Anand Singh, Committee was reconstituted on 13th November, 2025.**

b) Name and designation of Compliance Officer

Ms. Ayushi Chandel
Company Secretary & Compliance Officer,
SRU Steels Limited
Email Id: srusteels95@gmail.com

c) Status of Investor Complaint

Status of Investor Compliant as on March 31, 2026 as reported under Regulation 13(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 is as under:

Compliant pending as on April 01, 2024	Nil
Received during the year	Nil
Resolved during the year	Nil
Pending as on March 31, 2025	Nil

5. Senior Management:

Mr. Meet Harshadbhai Govani was appointed as the Chief Financial officer of the Company with effect from 31st December 2024 and resigned on 19th April 2025.

Mr. Vijay Sureshbhai Makvana was appointed as the Chief Financial officer of the Company with effect from 19th April 2025 and resigned on 13th November 2025.

Mr. Akhil Arora was appointed as the Chief Financial officer of the Company with effect from 13th November 2025.

Other than the above there has been no change in the senior management personnel excluding the Board of Director of the Company.

6. Remuneration Policy:

Pursuant to the provisions of the Companies Act, 2013 and under the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the remuneration policy is framed and adopted.

Remuneration policy of the Company is designed to create a high-performance culture. It enables the Company to attract, retain and motivate employees to achieve results. Our business model promotes customer centricity and requires employee mobility to address project needs.

The remuneration policy supports such mobility through pay models that are compliant to local regulations. In each country where the Company operates, the remuneration structure is tailored to the regulations, practices and benchmarks prevalent in the Industry.

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, decides the commission payable to the Managing Director and the Executive Directors out of the profits for the financial year and within the ceilings prescribed under the Act, based on the Board evaluation process considering the criteria such as the performance of the Company as well as that of the Managing Director and each Executive Director.

The Broad objectives of the Policy are:

i. To lay down criteria for identifying persons who are qualified to become Directors and who may be appointed in senior management of the Company in accordance with the criteria laid down;

ii. To lay down criteria for determining qualification, positive attributes and Independence of a Director;

iii. To lay down criteria relating to remuneration of directors, key managerial personnel and other employees;

iv. To retain, motivate and promote exceptional talent and to ensure long term sustainability of the talented managerial persons and create competitive advantage;

v. To promote and welcome diversity, equal opportunities and gender mix in the Board composition with due recognition and weightage to the skills, experience and business acumen of the directorship candidatures.

Particulars of Directors' Remuneration during the financial year 2025-26:

The details of remuneration paid to the Directors during the year ended March 31, 2026 are given below:

Directors	Amount in Thousands
Vishal Mehra	150
Meenu Jain	30
Naveen Sharma	30
Mr. Dharmik Atulbhai Rojasara	385
Total	**595**

Remuneration of the Executive Directors consists of a fixed component and a variable performance incentive. The Nomination and Remuneration Committee makes annual appraisal of the performance of the Executive Directors based on a detailed performance evaluation, and recommends the remuneration payable to them, within the parameters approved by the shareholders, to the Board for their approval.

As per the term of appointment, the notice period of directors is of three months.

Further, the Non-Executive Directors and Independent Directors are not entitled to any stock options.

7. General Body Meetings:

The concise details of Annual General Meetings held during the previous three years are as under:

a) Annual General Meetings:

AGM	Year	Date, Day and Time	Venue
30th	**2024-25**	25th September, 2025 at 12:00 P.M.	Through Video Conferencing/ Other Audio-Visual Mode, Deemed Venue-Registered Office of the Company
29th	**2023-24**	28th September, 2024 at 12:00 P.M.	Registered office of the Company at 107/22, Gali No. 3, East Azad Nagar, Shahdara, Delhi - 110051
28th	**2022-23**	30th September, 2023 at 3:00 P.M.	Through Video Conferencing (VC)/Other Audio Visual Means (OAVM), Deemed Venue - registered office of the Company

b) Postal Ballot

- During FY 2025-26, the Company sought the approval of the shareholders by way of postal ballot, through notice dated **13th November, 2025**, on the following Resolution(s):

S. No.	Description of Resolution
1.	To Consider And Approve The Appointment Of Mr. Akhil Arora (DIN: 11329665) As Executive Managing Director Of The Company.
2.	To Consider And Approve The Appointment Of Mr. Anand Singh (DIN:11329642) As An Non-Executive Non Independent Director Of The Company.
3.	To Consider And Approve The Appointment Of Mrs. Meenu Jain (DIN: 07072779) As An Non-Executive Independent Director Of The Company.
4.	To Consider And Approve The Appointment Of Mr. Naveen Sharma (DIN: 10659785) As An Non-Executive Independent Director Of The Company.

All the above Resolution(s) were passed with requisite majority.

The Board of Directors had appointed Vishakha Agrawal & Associates (Membership No.39298), Practicing Company Secretary as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner. The voting period for remote e-voting commenced on Wednesday, 31st December, 2025 (from 9:00 A.M) and ended on Thursday, 29th January, 2026 (till 5.00 p.m.).

The consolidated report on the result of the postal ballot through remote e-voting for approving aforementioned resolutions was provided by the Scrutinizer on 30th January, 2026.

- During FY 2025-26, the Company sought the approval of the shareholders by way of postal ballot, through notice dated, **21st April, 2025** on the following Resolution(s):

S. No.	Description of Resolution
1.	Approval of the appointment of Mr. Vijay Sureshbhai Makvana (DIN 11021700) as Managing Director.
2.	Approval of the appointment of Mr. Manish Manojbhai Rathod (DIN 11021716) as Non-Executive Non-Independent Director.
3.	Appointment of TCS & Co. as Statutory Auditor of the Company for the term till the conclusion of upcoming AGM.
4.	Approval of transactions under section 185 of the Companies Act, 2013.
5.	Approval of loan and investment under section 186 of the Companies Act, 201

All the above Resolution(s) were passed with requisite majority.

The Board of Directors had appointed M/s Vishakha Agrawal and Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner. The voting period for remote e-voting commenced on Thursday, May 08th, 2025 (from 9:00 A.M.) and ended on Friday, June 06th, 2025 (till 5.00 p.m.).

The consolidated report on the result of the postal ballot through remote e-voting for approving aforementioned resolutions was provided by the Scrutinizer on 9th June, 2025.

Procedure for Postal Ballot:
The Postal Ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and its General Circular Nos. 11/2022 10/2022, 03/2022, 20/2021, 10/2021, 39/2020, 33/2020, 22/2020, 20/2020, 17/2020 and 14/2020 dated 28thDecember, 2022, 05thMay, 2022, 14th December, 2021, 08thDecember, 2021, 23rdJune, 2021, 31stDecember, 2020, 28th September, 2020, 15thJune, 2020, 05thMay, 2020, 13thApril, 2020 and 08thApril, 2020 respectively (collectively referred to as “MCA Circulars”) issued by Ministry of Corporate Affairs.

8. Means of Communication

- **Financial Results**: The quarterly/half-yearly/annual financial results are published within the timeline stipulated under SEBI ListingRegulations. The results are uploaded on BSE portal within stipulated time period. The financial results of the Company are published in widely circulated national dailies such as The Financial Express, English newspaper and The Jansatta, Hindi newspaper.

  They are also available on the website of the Company at www.sru-steels.com.

- **Newspapers wherein results normally published:** The financial results of the Company are published in widely circulated national dailies such as The Financial Express, English newspaper and The Jansatta, Hindi newspaper

- **Any website, where displayed:** The results of the Company are displayed on the Company's website: www.sru-steels.com
- **Company Website:** Comprehensive information about the Company, its business and operations can be reviewed on the Company's website www.sru-steels.com. The "**Investor Relation" and "Shareholder Desk**" sections on the website give the information about results, annual reports, Shareholding Pattern.

9. General Shareholder Information:

a) Annual General Meeting (Date, Time & Venue)	30th September, 2026: Time: 4:00 P.M. (IST); Through Video Conferencing / Other Audio Visual Means Through Video Conferencing (VC)/Other Audio Visual Means (OAVM) deemed venue registered office of the Company
b) Financial Year	1st April 2025 to 31st March 2026
c) Financial Calendar 2023-24 (Tentative & Subject to Change)	1. First Quarter results – 12th August, 2025 2. Second Quarter results – 13th November, 2025 3. Third Quarter results – 20th February, 2026 4. Audited yearly results for the year March 31, 2026 – 08th September, 2026
d) Date of Book Closure	Thursday, 24th September, 2026 to Wednesday, 30th September, 2026
e) Dividend Record (Last three years)	Financial Year 2024-2025 - NIL Financial Year 2023-2024- NIL Financial Year 2022-2023- NIL
f) Dividend Payment date for FY 2025-26	Your Company has not declared dividend
g) Listing on Stock Exchanges	Shares of the Company are listed on BSE Limited w. e f 2nd February, 2018 BSE: Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Annual listing fee paid for the financial year 2025-26 to the Stock Exchange.
h) Scrip Code	540914
i) ISIN NO.	INE425C01017

Registrar & Transfer Agents (both for Electronic & Physical Segment)

As per Regulation 7 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 Every Listed Entity is required to appoint Share transfer agent. Accordingly,

Beetal Financial & Computer Services (P) Ltd. shall continue to act as the Registrar and Share Transfer Agent of the Company

Beetal Financial & Computer Services (P) Ltd.

Address: 3rd Floor, 99 Madangir, BH-Local Shopping Complex Near Dada Harsukhdas Mandir, New Delhi-110062, Contact Person: Mr. Punit Mittal, General Manager

Share Transfer Systems

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form.

Pursuant to SEBI Circular dated January 25, 2022, the listed companies shall issue the securities in dematerialized form only, for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition, etc. After processing the service request, a letter of confirmation will be issued to the shareholders and shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing those shares. If the shareholders fail to submit the dematerialisation request within 120 days, then the Company shall credit those shares in the Suspense Escrow Demat account held by the Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation.

Shareholding Pattern of the Company as on March 31, 2026:

Category	No. of Shares	%
Promoters	0	0.00
Public	5,99,39,250	100.00
Total	**5,99,39,250**	**100.00**

j) Reconciliation of Share Capital audit

Reconciliation of Share Capital Audit is conducted on quarterly basis by a Qualified Practicing Company Secretary to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Service Limited (CDSL) with the total issued and listed Capital. The Reports are placed before the Board of Directors for its perusal and are submitted to the concerned Stock Exchanges where the shares of the Company are listed for trading. The said report confirms that the total issued and listed 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.

k) Dematerialization of Shares

The Company's shares are available for dematerialisation on both the depositories viz. National Securties Depository Ltd. (NSDL) and Central Depository Service Ltd. (CDSL).

(i) Dematerialization of Shares as on 31st March, 2026

Particular of Dematerialization	Number of Shares	Percentage (%)
NSDL	81,78,242	13.64
CSDL	5,14,67,308	85.87
Physical	2,93,700	0.49
Total:	**5,99,39,250**	**100.00**

l) Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity;

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2026, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

m) Address for Correspondence - C-47 G/F, Shivalik Colony, Malviya Nagar, Near Shemrock School, South Delhi, Delhi - 110017.

n) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

o) Credit Rating:

The Company has not availed any credit Rating facility during the year. The Company does not have any fixed deposit programme nor has any proposal involving mobilization of funds in India or abroad.

p) Other Disclosures

S.No	Particulars	Statutes	Details
a)	**Disclosure of Related Party Transactions**	Regulation 23 of SEBI (LODR) Regulations, 2015	During the Financial Year 2025-26, there were no materially significant related party transactions of the company of material nature, with promoters, the Directors or Management or relatives etc. that may have potential conflict with the interests of Company at large. A confirmation as to compliance of Related Party Transactions as per Listing Regulation is also sent to the Stock Exchange after the publication of standalone financial result for the half year ended March 31, 2026.
b)	**Details of Compliances/ Non compliances by the Company with applicable Laws**	Schedule V (C) 10(b) to the SEBI Listing Regulations	During the year under review, BSE imposed fine of Rs. 25,000/- plus GST, i.e., Rs. 29,500/- for Late submission of financial results, i.e., after the prescribed period under Regulation 33 of SEBI (LODR) Regulations, 2015 for the quarter ended December 2025. The Statutory auditor resigned w.e.f. 19.02.2026 and also declined to give the report for the quarter, in spite of continuous follow-ups and visits, therefore, the company has to take report from the new Statutory Auditor which caused in delay of filing of financial results. Further, the Company has paid the fine in full.
c)	**Establishment of Vigil Mechanism/Whistle Blower Mechanism**	Regulation 22 of SEBI Listing Regulations	A Vigil Mechanism/Whistle Blower policy as recommended by the Audit Committee has been adopted by the Board of Directors of the Company. The policy provides a formal mechanism for all employees of the Company to approach the Chairman of the Audit Committee of the Company and no personnel has been denied access to the audit committee and make protective disclosures about the unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct. The disclosures reported are addressed in the manner and within the time frames prescribed in the policy. Under the policy, each employee has an assured access to the Ethics Chairman of the Audit Committee.
d)	**Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause**		The Company has complied with all the applicable mandatory requirements as specified in the SEBI(Listing Obligation and Disclosure Requirements) Regulation, 2015 and the non-mandatory have been adopted to the extent and in the manner as stated under the appropriate headings detailed elsewhere in this report.
e)	**Web link where policy for determining material subsidiaries is disclosed**	Regulation 24 of SEBI (LODR) 2015	Company do not have any subsidiary, therefore the Company is not required to make a policy for determining material subsidiary.
f)	**Proceeds from the public issue/rights issue/ preferential issues etc**		Company during the financial year 2025-26, has not raised proceeds from public issue, rights issue or preferential issue.

g)	**Certificate from Company Secretary in Practice regarding disqualification of Directors**		The certificate from Practicing Company Secretary issued as per requirements of Listing Regulations, confirming that none of the Directors in the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of Companies by SEBI/ Ministry of Corporate Affairs or any such statutory authority is attached to this Report. The requisite certificate is annexed as **Annexure- A.**
h)	**Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2018**	Section 134 of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014	1. Number of complaints filed during the financial year: NIL 2. Number of complaints disposed of during the financial year: NIL 3. Number of complaints pending as on end of the financial year: NIL

q) Other Disclosures

a) There were no instances where the Board had not accepted any recommendation of any committee during the financial year.

b) Fees to Statutory Auditors
Total fees for all services paid by the listed entity to the statutory auditor are mentioned in Notes to Accounts.

c) Disclosure on compliance with Corporate Governance Requirements specified in Listing Regulations:

The Company has complied with the requirements of Part C (corporate governance report) of sub-paras (2) to (10) of Schedule V of the Listing Regulations.

d) Adoption of Mandatory and discretionary requirements of the Corporate Governance as specified in the Listing Regulation 17 to 27 and Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

The Company has complied with all the requirements of the Corporate Governance with respect to Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

e) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries: There were no subsidiaries of the Company during the year under the review.

f) Disclosure of loan and advances in the nature of loan to firms/ companies in which directors are interested by name and amount: During the year under the year under the review Company has provided a loan of Rs. 19,34,02.62/- and advances has been given by the company to the firms/Companies in which Directors are interested. Further details are mentioned in the Financial Statements enclosed.

g) Disclosure of Accounting Treatment

The Ministry of Corporate Affairs (MCA), vide its notification in the official gazette dated February 16, 2015, notified the Indian Accounting Standards (IND AS) applicable to certain classes of Companies. INDAS has replaced the existing Indian GAAP prescribed under section133 of the Companies (Accounts) Rules, 2014.

The Company has adopted Indian Accounting Standards ("Ind AS") from April 01, 2017 (transition date to IND AS is April 01,2016) and the financial Statements have been prepared in accordance with recognition and measurement principal of Indian Accounting Standards ("IND AS") as prescribed under the Companies (Indian Accounting Standards) Rules, 2015, as specified in section 133 of the Companies Act, 2013. The Annual Accounts for the year ended March 31, 2026 have been prepared in accordance to Indian Accounting Standard (IND AS).
There is no explanation required to be given by the management, as per Regulation 34(3) read Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

h) Management & Discussion Analysis Report:

The comprehensive Management & Discussion Analysis Report has been enclosed with this report.

i) Affirmed compliance with the code of conduct of board of directors and senior management

The Company has a well-defined policy framework which lays down procedures to be followed by the employees for ethical professional conduct. The code of conduct has been laid down for all the board members and senior management of the Company.
The Board of Directors has adopted the Code of Conduct applicable to Directors and to Senior Management Personnel of the Company.
The Company has obtained declarations from all its Directors and Senior Management Personnel affirming their compliances with the applicable Code of Conduct. The declaration by the Chief Executive Officer under Schedule V sub-clause (D)of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 affirming compliance of the Code of Conduct by all members of the Board and the Senior Management Personnel for the year ended 31st March, 2026 is attached to this Corporate Report. The declaration received has been attached as **Annexure –B** to this report.

j) Compliance Certificate from Practicing Company Secretary on Corporate Governance

As required under **Schedule V sub-clause (E)**and Regulation 34 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Certificate from Practicing Company Secretary is annexed and forms part of this Annual Report as **Annexure -C**

k) Disclosure regarding appointment/re-appointment of directors

Brief Details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard-2 on the General Meeting in respect of the Director seeking reappointment at Annual General Meeting is annexed and forms integral part of the notice of the Annual General Meeting. The director has furnished the requisite consent/declaration(s) for his reappointment.

l) Code for Prevention of Insider Trading Practices

In compliance with SEBI's regulations on Prevention of Insider Trading, the Company has instituted a comprehensive Code of Conduct for its Directors and Designated Employees. The code lays down guidelines which advise them on procedure to be followed and disclosures to be made while dealing with shares of the Company and cautioning them of consequences of violations.
Based on the recent amendments in the SEBI (Prevention of Insider Trading Regulations), 2015, the company has revised the "Code of Conduct for Prevention of Insider Trading" of the Company. Company Secretary is the Compliance Officer for the purpose of this code. During the year, there has been due compliance with the code by the Company and all insiders and requisite disclosures were made to the Stock Exchanges from time to time.

The Company has now adopted the new amended SEBI's (Prevention of Insider Trading) Regulations, 2015 duly approved by the Board of Directors at its meeting in term of which the Code of Practices Procedure for fair disclosure unpublished price sensitive information and the Code of Internal procedure and conduct for regulation, monitor and report of trading in the Securities for the designated employees and the connected persons have been adopted.

m) Risk Management

The Company has adopted a Risk Management Policy. It has laid down the procedures to inform the Board members about potential risks, their assessment and control. These procedures are periodically reviewed to ensure that the executive management controls risks by means of properly defined framework of policies and strategies.
The Company also has a system of Internal Audit and the Internal Auditors report directly to the Audit Committee of the Company.
The Company has complied with all the mandatory requirements stipulated under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Company has also adopted non-mandatory requirements to the extent and in the manner as stated under the appropriate headings detailed elsewhere in this report.

n) Disclosure on demat Suspense Account/unclaimed Suspense Account

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disclose the details with respect to Demat Suspense Account/Unclaimed Suspense Account in its annual report, as long as there are shares in the unclaimed suspense account. There are no shares of the Company which lying in the demat suspense Account and Unclaimed Suspense Account.

o) The SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, vide its Regulation 46(1) stipulated that the company should maintain a functional website containing the basic information about the company and to update the contents of the said website periodically. In pursuance to this clause, the Company updates its website with all relevant information as envisaged in the said regulation and as per the provision of the companies Act, 2013.

p) Green Initiative in the Corporate Governance by the Ministry of Corporate Affairs

The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circulars stating that the service of official documents by a company to its members can be made through electronic mode.
To support this green initiative of the Government in full measure, all the members are requested to register/update their email IDs with their depository participants, in case shares are held in electronic mode, to ensure that Annual Report and other documents reach them at their preferred email IDs and, where the shares are held in physical mode, members are requested to get their email IDs updated in the records of the company.
All the official documents including Annual Report of the Company is circulated to the Members of the Company through electronic mode.

q) SEBI Complaints Redress System (SCORES)

The Company processes the investors' complaints received by it through a computerized complaints redressal system. The salient features of this system are computerized database of all the inward receipts and action taken on them, online submission of Action Taken Reports (ATRs) along with supporting documents electronically in SCORES. The investors' can view online the current status of their complaints submitted through SEBI Complaints Redress System (SCORES).

r) Discretionary Requirements

As required under Regulation 27(1) read with Part – E of Schedule II the details of discretionary requirements are given below:

I. The Board

The Company has not set up any office for the Non- Executive Chairman and no reimbursement of expenses is incurred in the performance of his duties.

II. Shareholders Rights

The half yearly financial un-audited results of the Company after being subjected to a Limited Review by the Statutory Auditors are published in newspapers and on the Company's website www.sru-steels.com.

These results are not sent to shareholders individually.

III. Unmodified Opinion(s) in Audit Report

The Auditor has issued an unqualified/unmodified opinion on the statutory financial statement of the Company.

IV. Reporting of Internal Auditor

The Internal Auditor reports directly to the Audit Committee.

s) Information disclosed under clause 5A of paragraph A of Part A of Schedule III of these regulations:
No such agreement has been entered by the listed entity that will impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity.

By the order of the Board of Directors
For SRU Steels Limited

Place: Delhi	**Sd/-**	**Sd/-**
Date: 08/09/2026	**Mr. Akhil Arora**	**Mr. Anand Singh**
	Managing Director and CFO	**Non-Executive –Non Independent Director**
	DIN: 11329665	**DIN: 11329642**

Annexure –A

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
SRU Steels Limited
CIN: L01111DL1995PLC107286
C-47 G/F, Shivalik Colony, Malviya Nagar, Near Shemrock School,
South Delhi, New Delhi, Delhi - 110017

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SRU Steels Limited**, having **CIN L01111DL1995PLC107286** and having registered office at, C-47 G/F, Shivalik Colony, Malviya Nagar, Near Shemrock School, South Delhi, New Delhi, Delhi - 110017. (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) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In 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 & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31stMarch, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI)and Ministry of Corporate Affairs, or any such other Statutory Authority.

Details of the Directors

S. No	Name of Director	DIN No	Date of Appointment in Company*
1.	Akhil Arora	11329665	29-10-2025
2.	Anand Singh	11329642	29-10-2025
3.	Meenu Jain	07072779	13-10-2025
4.	Naveen Sharma	10659785	13-10-2025

*the date of appointment is as per the MCA portal.

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

For Vishakha Agrawal & Associates
Practising Company Secretaries

CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
P.R. No. 2575/2022
UDIN: A039298H001411669

Place: Indore
Date: 08/09/2026

Annexure -C

CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE

To
The Members of
SRU Steels Limited
CIN: L01111DL1995PLC107286
C-47 G/F, Shivalik Colony, Malviya Nagar, Near Shemrock School,
South Delhi, New Delhi, Delhi- 110017.

1. This report contains details of compliance of conditions of corporate governance by **SRU Steels Limited** (CIN: L01111DL1995PLC107286) ('the Company') for the year ended 31st March, 2026 as stipulated in regulation 17-27, clause (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ('Listing Regulations') pursuant to Listing Agreement of the Company with Stock Exchanges.

Management's Responsibility for compliance with the conditions of Listing Regulations

2. The compliance with the terms and conditions contained in the corporate governance is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents.

Auditor's Responsibility

3. Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

4. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31st March, 2026.

5. We conducted our examination in accordance with the Guidance Note on Corporate Governance Certificate issued by the Institute of Company Secretaries of India (ICSI).

Opinion

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

7. We 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 the Company.

Restriction on use

8. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For Vishakha Agrawal & Associates
Practising Company Secretaries

CS Vishakha Agrawal
(Proprietor)
ACS: 39298 CP No. 15088
P.R. No. 2575/2022
UDIN: A039298H001411702

Place: Indore
Date: 08/09/2026

COMPLIANCE CERTIFICATE TO THE BOARD PURSUANT TO REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
Board of Directors
SRU STEELS LIMITED

I, the undersigned, in our respective capacities as Chief Financial Officer of SRU Steels Limited (the company), to the best of our Knowledge and belief certify for the financial year ended 31st March, 2026 that:

(a) I have reviewed the IND-AS financial statements and the cash flow statement for the year ended 31st March, 2026 and that to the best of our knowledge and belief.

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) I further state that to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

(c) I accept the responsibility for establishing and maintaining internal controls for financial reporting and that we 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 or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) I have indicated to the auditors and the Audit committee

(i) Significant changes in internal control over financial reporting during the year;
(ii) (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
(iii) That no instances of significant fraud have come to our notice.

By the order of the Board of Directors
For SRU Steels Limited

Date: 08/09/2026
Place: Delhi

Sd/-
Mr. Akhil Arora
Chief Financial Officer
DIN: 11329665

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, 2026, 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 President, Sr. Vice Presidents and Vice President Cadre as on March 31, 2026.

By the order of the Board of Directors
For SRU Steels Limited

Date:08/09/2026
Place: Delhi

Sd/-
Mr. Akhil Arora
Chief Financial Officer
DIN: 11329665

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Developments

A. INDUSTRY STRUCTURE AND DEVELOPMENTS

Global Growth:

- The global economy remained resilient during FY 2025–26 despite geopolitical tensions, trade uncertainties and changing global financial conditions.
- Global economic growth was supported by continued investment, technological development and resilient consumer demand.
- India continued to outperform many major economies, with real GDP growth estimated at 7.4% in FY 2025–26.

Inflation:

- Inflationary pressures moderated significantly during FY 2025–26, supporting consumer purchasing power and domestic demand.
- India's inflation remained well controlled, with average inflation at around 1.7% during April–December 2025.
- Lower food inflation and improved supply conditions contributed to the moderation in overall inflation.

Risks & Policy Backdrop:

- The key risks to the economic outlook include geopolitical tensions, global trade restrictions, commodity-price volatility and fluctuations in exchange rates.
- Government policies continued to focus on strengthening domestic manufacturing, infrastructure, investment and supply-chain resilience.
- Initiatives such as the Production Linked Incentive (PLI) schemes are expected to support manufacturing capacity, employment and India's integration into global value chains.

INDIAN ECONOMY OVERVIEW (FY 2025–26)

- The Indian economy maintained strong growth momentum during FY 2025–26, with real GDP growth estimated at 7.4%.
- Economic growth was supported by strong domestic consumption, higher investment, manufacturing activity and continued growth in the services sector.
- The services sector remained a major contributor to economic growth, while manufacturing activity also strengthened during the year.
- Private consumption remained robust, supported by moderate inflation and improving domestic demand.
- Government initiatives focused on infrastructure development, manufacturing, digitalisation and investment are expected to support sustainable economic growth.

B. EXTERNAL ENVIRONMENT & RISKS (FY 2025–26)

- Global India's external sector remained resilient despite global trade uncertainties and geopolitical challenges.
- India's total exports of goods and services reached approximately **US$825.3 billion in FY 2024–25**, providing a strong base for external-sector performance in FY 2025–26.

- Services exports continued to provide significant support to India's balance of payments and helped offset a part of the merchandise trade deficit.
- The current account remained manageable, supported by strong services exports and remittance inflows.
- India's foreign-exchange reserves remained comfortable, providing a substantial buffer against external shocks.
- However, risks from global trade restrictions, geopolitical conflicts, commodity-price movements, capital-flow volatility and exchange-rate fluctuations continue to remain relevant for the Indian economy.
- **Key Table: FY 2025–26 Economic Summary**

Economy/Region	**FY 2025–26 GDP Growth (%)**	**Inflation (%)**
World	**3.1**	**4.6**
Advanced Econ.	**1.8**	**2.8**
EM & Dev. Econ.	**3.9**	**5.5**
United States	**2.3**	**3.2**
Eurozone	**1.1**	**2.6**
China	**4.4**	**0.9**
India	**7.4**	**1.7**

C. CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates; changes in the Government regulations; tax laws and other statutes and incidental factors.

INDIAN STEEL INDUSTRY

India has one of the world's largest and fastest-growing steel industries and is currently the **world's second-largest crude steel producer**. The industry is strategically important because steel is a basic input for **infrastructure, construction, automobiles, railways, engineering, defence and manufacturing**.

The major challenges are cheap imports and global overcapacity, particularly from China; volatility in coking-coal and energy prices; high capital requirements; logistics costs; environmental regulations; and the need to reduce carbon emissions. India was a net steel importer in April–May 2026, with imports of 1.37 MT against exports of 0.98 MT**.**

The outlook for Indian steel remains positive because India's domestic steel demand is expanding rapidly and the country is continuing to add capacity. At the same time, the industry is moving toward **green steel, energy efficiency, higher-value products and lower-carbon technologies**; as of May 2026, green-steel certificates had been issued to 94 producers across 15 states.

MARKET SIZE

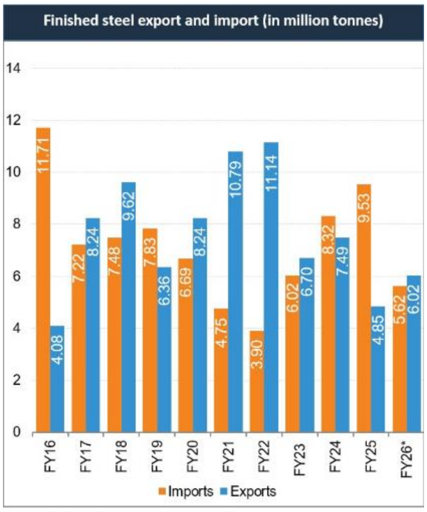
The Indian steel market currently has around 220 MT of annual crude-steel capacity and produces around 169 MT of crude steel.

Domestic finished-steel consumption is approximately 164 MT per year and is growing at around 7–8%.

Finished steel production: 40.6 MT, up 4.9% according to the July Ministry update.

Total annual crude-steel capacity reached about 222 MT by June 2026.

With a government target of 300 MT capacity by 2030 and strong infrastructure and manufacturing demand, the Indian steel industry has significant long-term growth potential.



*Source: Ministry of Steel, *April-February 2026*

INVESTMENTS

- India currently has roughly **220 million tonnes (MT) of crude-steel capacity**, and the government has a long-term target of **300 MT by 2030–31**. This requires substantial investment in new plants, expansion of existing facilities, mining, logistics and supporting infrastructure.

- The main attraction is long-term domestic demand. India's infrastructure, construction, automobiles, railways, renewable energy and manufacturing sectors require large quantities of steel.

- Under the government's **Production Linked Incentive (PLI) Scheme for Specialty Steel**, the first round attracted investment commitments of about **₹27,106 crore**. The second round, PLI 1.1, is expected to bring around **₹17,000 crore** of investment.

- In February 2026, the government signed **85 MoUs with 55 companies**, involving **₹11,887 crore of committed investment** and **8.7 MT of additional specialty-steel capacity** under PLI 1.2.

GOVERNMENT INITIATIVE

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

 The National Steel Policy 2017 aims to increase India's crude steel capacity to 300 MT and per-capita steel consumption to 160 kg by 2030–31.

 The Production Linked Incentive (PLI) Scheme for Specialty Steel encourages investment in high-value steel products, reduces import dependence and strengthens domestic manufacturing.

- The government has introduced PLI 1.2 to attract investment in advanced steel products and increase specialty steel production capacity.
- The Green Steel Initiative promotes low-carbon steel production through renewable energy, energy efficiency, green hydrogen and other cleaner technologies.
- The government is supporting pilot projects for the use of green hydrogen in steelmaking to reduce carbon emissions from the industry.
- The Domestically Manufactured Iron & Steel Products (DMI&SP) policy gives preference to domestically manufactured steel in government procurement and supports the Make in India programme.
- Quality Control Orders ensure that steel products sold in India meet specified quality standards and help prevent the use of sub-standard steel.
- The government is also taking measures to improve the availability of raw materials such as iron ore, coking coal and scrap and to reduce input costs for steel producers.
- Overall, government initiatives are focused on increasing production and capacity, attracting investment, promoting specialty and green steel, reducing imports and making the Indian steel industry more globally competitive.

AGRICULTURE INDUSTRY

INTRODUCTION

The Indian agriculture industry is one of the most important sectors of the economy and provides livelihoods to a large share of the population, particularly in rural areas. It includes crop production, livestock, dairy, fisheries, forestry and horticulture, and plays a vital role in food security, rural income and employment. India is a major producer of rice, wheat, pulses, sugarcane, cotton, fruits, vegetables, milk and spices, while agricultural exports also contribute to foreign exchange earnings. The sector is influenced by monsoon conditions, irrigation, input costs, commodity prices and government policies. The government supports agriculture through initiatives such as PM-KISAN, crop insurance, irrigation programmes, minimum support prices and agricultural infrastructure development. At the same time, challenges such as small landholdings, low productivity, dependence on rainfall, rising input costs and post-harvest losses remain significant. Going forward, technology, mechanisation, food processing, cold-chain infrastructure, agricultural exports and sustainable farming can create new growth opportunities for the Indian agriculture industry.

MARKET SIZE

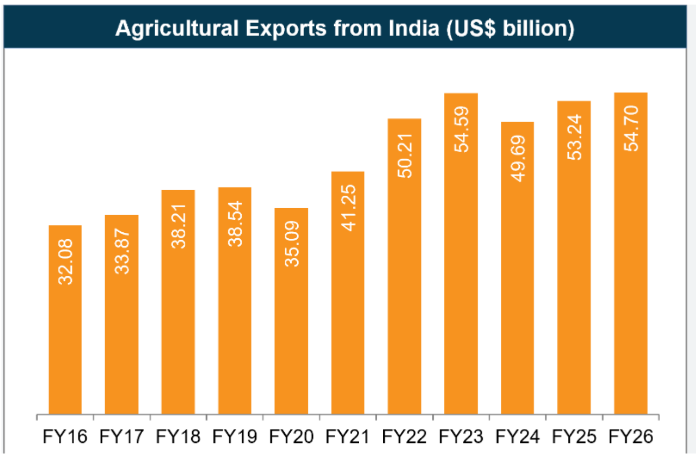
The Indian agriculture and allied sector is a large part of the economy, contributing **nearly one-fifth of India's national income at current prices** and providing employment to about **46.1% of the country's workforce**.

The sector is becoming more diversified, with **livestock, fisheries and horticulture** increasingly contributing to agricultural income. Horticulture alone accounts for approximately **33% of agricultural GVA**, and production reached around **367.7 million tonnes in 2024–25**.

Agriculture also has a significant export market, with major products including **rice, spices, marine products, sugar, meat, fruits and vegetables**. The sector has recorded average annual growth of around **4.4% over FY2016–FY2025**, showing steady long-term expansion.

Overall, the Indian agriculture market has strong growth potential because of **rising food demand, urbanisation, food processing, agricultural exports, dairy, fisheries, horticulture and agri-technology**. However, small landholdings, climate risks, limited irrigation, low mechanisation and post-harvest infrastructure remain important constraints.

Key figures: Agriculture & allied sector — **~20% of national income; 46.1% of workforce; ~4.4% average annual growth (FY16–FY25); horticulture ~33% of agricultural GVA.**



INVESTEMENT

Some major investments and developments in agriculture are as follows:

Investment in Indian agriculture is increasing, particularly in **agricultural infrastructure, food processing, storage, cold chains, irrigation, mechanisation, technology and allied activities** such as dairy and fisheries.

The Government of India has substantially increased the budget allocation for the Department of Agriculture & Farmers Welfare from **₹21,933 crore in 2013–14 to ₹1.27 lakh crore in 2025–26**, demonstrating the increasing policy focus on agriculture.

A major investment driver is the **Agriculture Infrastructure Fund (AIF)**, which has a financing target of **₹1 lakh crore**. By January 2026, loans worth **₹80,224 crore** had been sanctioned for **1,50,431 projects**, mobilising around **₹1.28 lakh crore of investment**. These projects include warehouses, processing units, cold storage, sorting and grading facilities and farm-level infrastructure.

The government is also encouraging private investment through **Farmer Producer Organisations (FPOs), food processing, agricultural start-ups, digital agriculture, drones, mechanisation and renewable-energy-based farming**. The 10,000 FPO scheme has a budgetary outlay of **₹6,865 crore**, while all 10,000 targeted FPOs had been registered by December 2025.

Investment is also moving towards **solar-powered agriculture**. Under PM-KUSUM, more than **21.77 lakh farmers** had benefited by December 2025, with nearly **9.75 lakh standalone solar pumps** installed under Component B and substantial solarisation under Component C.

Overall, the investment outlook for Indian agriculture is positive because there is significant scope for **modernisation, value addition, food processing, cold-chain development, agri-tech, irrigation, renewable energy and agricultural exports**. The main opportunity is shifting investment from traditional farming toward a more **technology-driven, organised and value-added agricultural ecosystem**.

GOVERNMENT INITIATIVES

The Government of India has increased the budget allocation for the Department of Agriculture and Farmers' Welfare to about ₹1.27 lakh crore in FY2025–26, compared with ₹21,933 crore in FY2013–14.

Under PM-KISAN, eligible farmer families receive ₹6,000 per year through Direct Benefit Transfer, providing direct financial support to farmers.

The Pradhan Mantri Fasal Bima Yojana provides crop insurance to protect farmers against losses caused by natural disasters, pests and diseases.

The Agriculture Infrastructure Fund supports investment in warehouses, cold storage, processing facilities and other post-harvest infrastructure.

The government is promoting 10,000 Farmer Producer Organisations to improve farmers’ bargaining power, market access, input procurement and value addition.

The Digital Agriculture Mission and Bharat-VISTAAR are promoting the use of digital and AI-based technologies to provide farmers with information about weather, crops, markets, pests and soil conditions.

The government is also promoting irrigation, agricultural mechanisation, natural farming, horticulture, crop diversification, soil health and food processing to improve productivity and farmer incomes.

Overall, government initiatives are aimed at increasing agricultural productivity, improving farmer incomes, reducing production risks, developing rural infrastructure, promoting technology and strengthening market access.

FOOTWEAR INDUSTRY

INDIA FOOTWEAR MARKET OVERVIEW

The Indian footwear industry is an important part of the country's consumer goods and manufacturing sector, supported by a large domestic market, rising disposable incomes, urbanisation and changing fashion preferences. India is one of the world's major footwear producers and has a strong manufacturing base, with both organised companies and a large unorganised sector. The industry includes leather footwear, non-leather footwear, sports shoes, sandals, slippers and premium products, with growing demand from e-commerce and organised retail. Government initiatives such as the Indian Footwear and Leather Development Programme (IFLDP), support for manufacturing infrastructure and skill development are helping improve productivity and competitiveness. However, the industry faces challenges including competition from low-cost imports, fragmented production, rising raw-material costs, limited technology adoption and the need to improve product quality and global branding. Overall, the Indian footwear industry has strong growth potential due to rising domestic consumption, export opportunities, e-commerce expansion and increasing demand for branded and value-added footwear.

India's Footwear Revolution: From Production Powerhouse to Export Giant

India’s footwear industry is undergoing a major transformation, moving from being primarily a production-focused industry to becoming a competitive global export hub. India is already one of the world’s largest footwear producers, supported by abundant labour, a large domestic market, established leather and non-leather manufacturing capabilities and a growing supplier ecosystem. Rising incomes, urbanisation, e-commerce and changing consumer preferences are increasing demand for branded, sports and lifestyle footwear in the domestic market. At the same time, government initiatives such as the Indian Footwear and Leather Development Programme are supporting manufacturing infrastructure, technology, employment and exports. With global companies diversifying their supply chains beyond China, India has an opportunity to increase its share of global footwear exports by improving productivity, product quality, design capabilities, sustainability and global branding. However, competition from countries such as China, Vietnam and Indonesia, along with logistics costs and the fragmented nature of the domestic industry, remain important challenges. Overall, India has the potential to evolve from a large footwear manufacturing base into a global footwear export powerhouse.

Investment Trends in Indian Footwear Industry in the last 5 years

Over the last five years, investment in the Indian footwear industry has shown a generally positive trend, supported by rising domestic demand, export opportunities, government incentives and the expansion of organised manufacturing. The Indian Footwear and Leather Development Programme (IFLDP), with an approved outlay of ₹1,700 crore up to March 2026, has supported infrastructure development, technology upgradation, environmental improvements and additional investment in the sector.

During 2020–21 and 2021–22, investment activity was affected by the COVID-19 pandemic and supply-chain disruptions, but the sector gradually recovered as domestic consumption and exports improved. From 2022–23 onwards, investment momentum strengthened, particularly in manufacturing facilities, clusters, technology and capacity expansion. Government support through IFLDP and other initiatives has encouraged both existing manufacturers and new investors to expand production.

Over the last five years, investment in the Indian footwear industry has shown a positive trend, supported by rising domestic demand, increasing exports, e-commerce growth and government support. During 2020–21 and 2021–22, investment activity was affected by the COVID-19 pandemic, supply-chain disruptions and weaker consumer demand. From 2022–23 onwards, investment started recovering and increased in areas such as manufacturing capacity, technology, modern machinery, product development and export-oriented production.

Government initiatives such as the Indian Footwear and Leather Development Programme have encouraged investment in manufacturing infrastructure, technology upgradation, environmental improvements and employment generation. Investment has also increased in non-leather footwear, sports shoes, branded footwear, automation and sustainable production. Overall, the industry is gradually moving from traditional and fragmented manufacturing towards organised, technology-driven and export-oriented production, creating significant opportunities for both domestic and international investors.

Challenges and Growth Barriers in India's Footwear Industry

- The industry remains highly fragmented, with a large number of small and unorganised manufacturers that often have limited access to finance, modern machinery and advanced technology.
- Rising prices of leather, synthetic materials, rubber, chemicals, energy and transportation increase production costs and put pressure on manufacturers’ profit margins.
- Indian footwear manufacturers face strong competition from countries such as China, Vietnam, Indonesia and Bangladesh, which often have more developed supply chains and lower production costs.
- Limited adoption of automation and modern manufacturing technology affects productivity, product consistency and the ability to produce high-value footwear at competitive prices.
- The industry also faces challenges related to skilled labour, particularly in areas such as footwear design, product development, quality control and advanced manufacturing.
- Logistics and infrastructure costs remain relatively high, which can reduce the competitiveness of Indian footwear in international markets.
- Exporters face increasing requirements related to product quality, sustainability, labour standards and environmental compliance, particularly in developed markets.
- The industry has significant dependence on imported machinery and certain raw materials, which can expose manufacturers to exchange-rate fluctuations and international supply-chain disruptions.
- Limited global branding and design capabilities make it difficult for many Indian footwear companies to compete with established international brands in premium and lifestyle segments.
- Overall, the major barriers are fragmented production, high input costs, technology gaps, international competition, skill shortages and limited global brand presence. Addressing these issues through investment, modernisation, skill development, better infrastructure and stronger branding can help India become a major global footwear manufacturing and export hub.

Rising Trends and Opportunities in the Indian Footwear Market

Footwear market in India has been experiencing dynamic growth focused by various emerging trends and opportunities. One major trend is the rise in demand for athleisure and sports footwear, as consumers progressively prioritize health, comfort, and style. This shift is inducing brands to expand their product helps and innovate with technology-driven features, like fitness tracking. Another significant trend is the rising prominence on sustainability, with consumers obtaining eco-friendly and properly produced footwear. This shift presents opportunities for brands to adopt environmental practices, use recyclable materials, and accelerate transparency in their supply chains. Additionally, growing digital platforms is transforming how consumers shop for footwear, indicating to increased online sales and the need for a strong digital presence. As disposable incomes rise and growth go faster, there is also a growing India Footwear market for premium and fashion-forward footwear. Brands that can essentially capitalize on these trends by focusing on sustainability, innovation, and digital engagement are well-positioned to follow in the increasing Indian footwear market.

CONSTRUCTION INDUSTRY

The Indian construction business is one of the largest and most important sectors of the economy, supported by rapid urbanisation, infrastructure development, housing demand and industrial expansion. The sector includes residential and commercial buildings, roads, railways, airports, bridges, ports, power projects and other infrastructure. Government spending on highways, railways, urban infrastructure, affordable housing and smart cities continues to create strong demand for construction companies. Private investment in real estate, manufacturing facilities, data centres, renewable energy and logistics infrastructure is also creating new opportunities. However, the industry faces challenges such as rising material costs, shortage of skilled labour, land acquisition issues, project delays, financing constraints and regulatory approvals. Overall, the Indian construction business has strong long-term growth potential because of increasing infrastructure investment, urbanisation, industrialisation and demand for housing and commercial spaces.

OPPORTUNITIES IN STEEL INDUSTRIES

Railways	Oil and gas	Power	Rural India
➢ The Ministry of Steel estimates that infrastructure accounts for about 25% of India's steel consumption, while investment in roads and railways is an important driver of future steel demand. ➢ The steel sector is already expanding capacity and moving towards higher-value products, with India targeting 300 MTPA of crude-steel capacity by 2030.	➢ The expansion of the National Gas Grid, city gas distribution networks, LNG infrastructure and petroleum transportation systems can create sustained demand for line pipes, structural steel, plates and specialty steel. Government infrastructure programmes, including the National Gas Grid, are also identified as important drivers of future steel demand.	➢ There are many opportunities in the steel industry related to power generation and energy management. Steel plants can generate their own electricity using waste gases produced during the manufacturing process. Waste heat from furnaces and other equipment can also be recovered and used to produce steam and power. The use of solar and wind energy can reduce dependence on conventional electricity. Energy-efficient motors, furnaces, and electrical equipment can help reduce power consumption. Smart energy management and automation can further improve efficiency. In the future, green hydrogen and energy-storage systems can provide new opportunities for cleaner and more reliable power in the steel industry..	➢ There are many opportunities for the development of steel industries in rural India. Steel industries can create employment opportunities for local people and support the growth of small businesses. They can provide jobs in production, transportation, maintenance, construction, and other related activities. The development of steel industries can also improve roads, electricity, water supply, and other infrastructure in rural areas. Local farmers and suppliers can benefit by providing goods and services to the industries. Skill development and technical training can help rural youth find better employment opportunities. Steel industries can also encourage the growth of small and medium-scale industries around them. Overall, the development of steel industries can

			contribute to employment generation, infrastructure development, and economic growth in rural India.

OPPORTUNITIES IN AGRICULTURE, CONSTRUCTION AND FOOTWEAR INDUSTRIES

Agriculture Industry	Construction Industry	Footwear Industry
1. **Agri-tech adoption** – Precision farming and IoT can boost productivity and reduce costs. 2. **Export growth** – Rising global demand for organic and processed farm products. 3. **Government support** – Subsidies and schemes improve farmer income and infrastructure. 4. **Sustainable farming** – Eco-friendly practices attract funding and global interest.	1. **Urban infrastructure boom** – Government projects fuel demand for construction services. 2. **Affordable housing need** – Growing urban population drives low-cost housing projects. 3. **Public-private investments** – PPPs open new avenues for large-scale development. 4. **Green building trends** – Demand rises for energy-efficient, sustainable construction.	1. **Rising middle-class demand –** Increased disposable income boosts branded footwear sales. 2. **E-commerce growth –** Online platforms expand market reach and customer base. 3. **Manufacturing shift to Asia –** Global brands source more from India and Southeast Asia. **4. Sustainable fashion –** Eco-conscious consumers drive demand for green products.

THREATS IN STEEL, AGRICULTURE, CONSTRUCTION AND FOOTWEAR INDUSTRIES

Steel Industry	Agriculture Industry	Construction Industry	Footwear Industry
1. **Raw material price volatility –** Fluctuating iron ore and coal prices impact profitability. 2. **Global overcapacity –** Excess production from countries like China creates pricing pressure. 3. **Environmental regulations –** Stricter emission norms increase compliance costs and cap output. **4. High energy consumption –** Energy-intensive processes lead to higher operating costs and carbon penalties.	1. **Climate risks –** Unpredictable weather patterns reduce crop yields. 2. **Price instability –** Volatile commodity prices impact farmer earnings. 3. **Land fragmentation –** Small holdings hinder modern farming techniques. 4. **Monsoon dependence** – Lack of irrigation infrastructure increases crop failure risk.	1. **Raw material cost hikes** – Volatile prices of cement and steel squeeze margins. 2. **Approval delays** – Bureaucratic red tape slows project execution. 3. **Labor shortages** – Skilled labor scarcity affects productivity and timelines. 4. **High interest rates** – Costly financing reduces buyer affordability and demand.	1. **Intense market competition** – Heavy discounting and new entrants erode margins. 2. **Import reliance** – Raw material shortages and costs rise with global disruptions. 3. **Counterfeit goods** – Fake products damage brand image and reduce revenue. 4. **Fast-changing trends** – Rapid style shifts cause inventory risks and markdowns.

RISK AND CONCERNS STEEL, AGRICULTURE, CONSTRUCTION AND FOOTWEAR INDUSTRIES.

Steel Industry	Agriculture Industry	Construction Industry	Footwear Industry
1. **Raw material supply risk –** Dependency on imported iron ore and coking coal poses supply and cost challenges. 2. **Environmental compliance –** Stricter pollution norms may require costly technology upgrades. 3. **Cyclical demand –** Steel demand fluctuates with economic cycles, impacting capacity utilization. 4. **Global trade tensions –** Anti-dumping duties and tariffs in export markets may limit growth.	1. **Weather dependency** – Monsoon failure or extreme climate events can cause severe crop loss. 2. **Market price fluctuations** – Unstable commodity prices affect income and planning for farmers. 3. **Input cost inflation** – Rising prices of seeds, fertilizers, and pesticides reduce profitability. 4. **Lack of infrastructure** – Poor storage, transport, and irrigation facilities hamper efficiency.	1. **Project delays –** Land acquisition, regulatory approvals, and supply chain issues slow execution. 2. **Cost escalation** – Sudden increase in material or labor costs can lead to budget overruns. 3. **Credit and liquidity risks** – Dependence on external funding exposes companies to interest rate and cash flow pressures. 4. **Safety and compliance issues** – Accidents, environmental violations, or regulatory non-compliance can halt projects	1. **Changing consumer preferences** – Rapid fashion trends require agile production and inventory control. 2. **Brand dilution** – Counterfeits and parallel imports can damage brand reputation and trust. 3. **Supply chain disruptions** – Delays or cost hikes in raw material imports can affect production schedules. 4. **Margin pressure** – Intense price competition, especially online, compresses profit margins.

SEGMENT WISE PERFORMANCE

The Company is engaged in four business segments i.e. Trading of different type of steels, Construction machinery, footwear and agriculture commodities. Further, the Company is mainly operative in the cities of Gujarat and Delhi and does not operate at any other place and therefore all the revenue and income has been generated from these geographic areas only.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company believes in systematic working and placing appropriate internal control systems and checks. Proper checks and systems are in place and regular reviews are held by the Head of Department and Senior Management to check that the systems and controls are adhered. The reviews also prescribe changes wherever required.

SRU STEELS OPERATIONS

The Company operates four business segments i.e. Trading of different type of steels, Construction machinery, footwear and agriculture commodities. At present, the Company is trading in various types of steel products, Construction machinery, footwear and agriculture commodities as well as sale of products on Commission basis. These sectors are witnessing intense competition from numerous players in the country.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES /INDUSTRIAL RELATIONS FRONT, INCLUDING THE NUMBER OF PEOPLE EMPLOYED.

Human resource has always been one of the most valued stakeholders and a key differentiator for SRU Steels Limited. The underlying principle is that workers and staff at all levels are equally instrumental for attaining the Company's goals. The Company strongly believes in the policy of hiring the right talent for the right position at the right time, with a focus to improve employee productivity.

SRU believes that people are the backbone of the company. The Company has meritocratic culture and provides a conducive workplace for all. Occupational health and safety of employee is ensured at all times.

The company focuses on the learning and professional development of its employees. Training programmes are regularly conducted to update their skills and apprise them of latest techniques. To enable the organization to attain its full potential, it is imperative for us to create and maintain an ideal work culture thus creating an engaged and skilled workforce capable of delivering on the commitments to our stakeholders and in the process, making us ‘Future Ready’- structurally, financially and culturally. Senior Management is easily accessible for counseling and redressal of grievances if any. The HR Department strives to maintain and promote harmony and co-ordination amongst Workers, Staff, and Members of the Senior Management.

Bihari Shah & Co.
Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To,
The Members of SRU Steels Limited

Report on the audit of the Standalone Financial Statements

Qualified Opinion

We have audited the accompanying standalone financial statements of SRU Steels Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, **except for the effects and possible effects of the matters described in the *Basis for Qualified Opinion* section of our report**, the aforesaid standalone 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, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, of the state of affairs of the Company as at March 31, 2026, and its loss (including other comprehensive income), changes in equity, and its cash flows for the year ended on that date.

Basis for Qualified Opinion

1. **Inability to Verify Inventory (Scope Limitation):** The management has not provided any confirmation, representation, or physical verification records regarding the inventory (stock) as of March 31, 2026. Consequently, we were unable to perform alternative audit procedures to obtain sufficient appropriate audit evidence regarding the existence, condition, and valuation of the inventory. We are unable to determine whether any adjustments to these amounts were necessary.

2. **Non-Provision of Interest Expense (Ind AS Departure):** The Company has availed unsecured loans from various entities and individuals; however, it has not provided for interest on these unsecured loans. This non-recognition of interest expense is a departure from Ind AS 109. Had the interest been recognized, the financial liabilities would have been higher, and the reported profit would have been correspondingly lower.

BIHARI SHAH & CO. CHARTERED ACCOUNTANTS FRN 119020W

4th Floor 408 To 411 Vraj Valencia, B/h Mahindra Show Room, Nr. Sola Flyover, S. G. Highway, Ahmedabad – 380060 | **Tel. No.** +91 93281 61032 | **E-mail :** biharishahandco@gmail.com

3. **Non-Recognition of Interest Income (Ind AS Departure):** The Company has granted loans and advances to various entities and individuals but has failed to recognize interest income on these disbursements. This departure from Ind AS 109 means that, had the interest been accrued, the financial assets and reported profit would have been higher.

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

Emphasis of Matter

We draw attention to the following matters in the notes to the standalone financial statements. Our qualified opinion is not further modified in respect of these matters:

1. **Statutory Non-Compliance (Section 186):** The Company has granted loans and advances to individuals, which is in direct violation of the provisions and limits specified under Section 186 of the Companies Act, 2013.

2. **Utilization of Rights Issue Proceeds:** The Company issued right shares to eligible shareholders to raise funds for specific purposes. On the basis of the documents available, the Company has made advance payments to suppliers, investments in shares and securities, and payments for general business purposes out of these proceeds.

3. **Pending Confirmations:** The financial statements reflect outstanding balances related to trade receivables, trade payables, loans, and advances that are currently subject to confirmations and reconciliations.

Key Audit Matters

BIHARI SHAH & CO. CHARTERED ACCOUNTANTS FRN 119020W

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity, and cash flows of the Company in accordance with Ind AS. This responsibility includes the design, implementation, and maintenance of adequate internal financial controls operating effectively for ensuring the accuracy and completeness of the accounting records.

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

Our objectives are to obtain reasonable assurance about whether the standalone 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 qualified opinion. We exercise professional judgment and maintain professional skepticism throughout the audit. We identify and assess the risks of material misstatement, obtain an understanding of internal financial controls relevant to the audit, and evaluate the appropriateness of accounting policies used in accordance with Ind AS.

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 section143 of the Act, we give in the **Annexure A** statement on the matters Specified in paragraphs 3 and 4 of the Order.

2. (A) As required by section 143(3) of the Act, we further 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 appears from our examination of those books;

 c) The Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

 d) In our opinion, the aforesaid Ind AS financial statements comply with the applicable

BIHARI SHAH & CO. FRN: 119020W CHARTERED ACCOUNTANTS

Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014

e) On the basis of written representations received from the directors as on March 31, 2026, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, 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, refers to our separate report in Annexure – B.

(B) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:

a) The Company has disclosed the impact of pending litigations as at 31 March, 2026 on its financial position in its financial statements – Refer Note N of Notes to Accounts.

b) The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.

c) There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the company during the year ended on 31st March, 2026.

d)

i. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the

BIHARI SHAH & CO. FRN 119020W CHARTERED ACCOUNTANTS

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;

ii. The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall :

- 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; and

iii. Based on such audit procedures as 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) contain any material mis-statement.

e) There is no dividend declared or paid during the year by the Company. So, there is no need to comply with section 123 of the Companies Act, 2013.

f) Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail

BIHARI SHAH & CO. FRN 1020W CHARTERED ACCOUNTANTS

has been preserved by the company as per the statutory requirements for record retention.

(C) In our opinion and according to the information and explanations given to us, the remuneration paid by the company is in accordance with the provisions of section 197 of the Act. The remuneration paid any director is not in excess of the Limit laid down under section 197 of the Act.

FOR BIHARI SHAH & CO.
CHARTERED ACCOUNTANTS
FRN NO. 119020W

K.T. Sanghavi

KUNAL T SANGHAVI
PARTNER
M.NO. 173487

BIHARI SHAH & CO. ★ FRN :119020W ★ CHARTERED ACCOUNTANTS

PLACE: AHMEDABAD
DATE: 08/09/2026

UDIN :- 26173487TKSLJU2139

ANNEXURE 'A' TO THE AUDITOR'S REPORT

(Referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

- **(i) Property, Plant and Equipment:** The Company has not maintained proper records showing full particulars, including quantitative details and situation of Property, Plant, and Equipment, nor were such records made available to us during the course of our audit. Due to the non-availability of these records, we were unable to physically verify the assets or determine whether any physical verification was conducted by the management. Consequently, we are unable to comment on the existence of the assets or whether any material discrepancies exist. Furthermore, the original title deeds of immovable properties were not produced before us for verification; therefore, we are unable to confirm whether they are held in the name of the Company.

- **(ii) Inventory (Stock):** The management has **not provided any confirmation or representation regarding the physical verification of the stock (inventory)** during the year. Consequently, we are unable to comment on the frequency of verification, the coverage, or any material discrepancies that might exist between the physical stock and the book records.

- **(iii) Loans and Investments:** The Company has granted loans to others aggregating to Rs. 15,82,78,133/- during the year, with a balance outstanding of Rs. 19,34,02,619. These are repayable on demand and carry no stipulation for interest.

- **(iv) Compliance with Section 185 and 186:** In our opinion and according to the information and explanations given to us, the Company has granted loans and advances to individuals which is **in direct violation of the provisions of Section 186** of the Companies Act, 2013.

- **(v) Deposits:** The Company has not accepted any deposits from the public during the year within the meaning of Sections 73 to 76 of the Act.

- **(vi) Cost Records:** The maintenance of Cost Records under section 148(1) of the Companies Act, 2013 is not applicable to the Company.

BIHARI SHAH & CO. FRN 119020W CHARTERED ACCOUNTANTS

- **(vii) Statutory Dues:** There are no undisputed statutory dues outstanding for more than six months. Disputed statutory dues aggregating to Rs. 1179.35 lacs remain unpaid, including Income Tax Demands pending before the CIT(A) and the Punjab & Haryana High Court.

- **(viii) Unrecorded Income:** The Company has not surrendered or disclosed any previously unrecorded transactions as income in tax assessments during the year.

- **(ix) Borrowings:** The Company has not defaulted in repayment of loans or borrowings and has not been declared a willful defaulter by any financial institution.

- **(x) Share Allotment:** The Company has not raised moneys by way of further public offer or made any preferential allotment/private placement during the year.

- **(xi) Fraud:** No fraud by the Company or on the Company has been noticed or reported during the course of the audit.

- **(xii) Nidhi Company:** The Company is not a Nidhi Company.

- **(xiii) Related Party Transactions:** Transactions with related parties comply with sections 177 and 188 of the Act, and details have been appropriately disclosed in the Ind AS financial statements.

- **(xiv) Internal Audit:** The Company has an internal audit system commensurate with its size and nature of business.

- **(xv) Non-cash Transactions:** The Company has not entered into any non-cash transactions with its directors or connected persons.

BIHARI SHAH & CO. ★ CHARTERED ACCOUNTANTS ★ FRN 119020W

- **(xvi) RBI Registration:** The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

- **(xvii) Cash Losses:** The Company has not incurred cash losses in the current and immediately preceding financial year.

- **(xviii) Statutory Auditors:** There has been no resignation of the statutory auditors during the year.

- **(xix) Material Uncertainty:** Based on financial ratios and the expected realization of financial assets, nothing has come to our attention to indicate that a material uncertainty exists regarding the Company's capability to meet its liabilities falling due within one year.

- **(xx) CSR:** Section 135 of the Companies Act, 2013 does not apply to the Company.

FOR BIHARI SHAH & CO.
CHARTERED ACCOUNTANTS
FRN NO. 119020W

K. T. Sanghavi

KUNAL T SANGHAVI
PARTNER
M.NO. 173487

BIHARI SHAH & CO. FRN :119020W CHARTERED ACCOUNTANTS

PLACE: AHMEDABAD
DATE: 08/09/2026

UDIN :- 26173487TKSLJU2139

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

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

1. Auditor's Responsibility

We have audited the internal financial controls over financial reporting of SRU Steels Limited as of March 31, 2026, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

2. Management's Responsibility for Internal Financial Controls The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

3. Meaning of Internal Financial Controls Over Financial Reporting A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Ind AS. It includes policies and procedures that ensure records accurately reflect transactions, receipts and expenditures are properly authorized, and unauthorized acquisition or use of company assets is prevented or detected.

4. Inherent Limitations Because of the inherent limitations of internal financial controls, including the possibility of management override or collusion, material misstatements due to error or fraud may occur and not be detected. Projections of any evaluation of the internal financial controls to future periods are subject to the risk that the controls may become inadequate due to changes in conditions.

5.Opinion

In our opinion, **subject to the material weaknesses related to the lack of management confirmation on physical inventory controls and the internal**

BIHARI SHAH & CO. FRN 119020W CHARTERED ACCOUNTANTS

control failures leading to non-compliance with Section 186, the Company has, in all material respects, an adequate internal financial controls system over financial reporting, and such controls were operating effectively as at March 31, 2026, based on the criteria established by the Company considering the essential components of internal control stated in the ICAI Guidance Note.

FOR BIHARI SHAH & CO.
CHARTERED ACCOUNTANTS
FRN NO. 119020W

K.T. Sanghavi

BIHARI SHAH & CO. FRN :119020W CHARTERED ACCOUNTANTS

KUNAL T SANGHAVI
PARTNER
M.NO. 173487

PLACE: AHMEDABAD
DATE: 08/09/2026

UDIN :- **26173487TKSLJU2139**

SRU STEELS LIMITED

CIN : L01111DL1995PLC107286

BALANCE SHEET AS AT 31ST MARCH 2026

I. ASSETS	Notes	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
1 Non-current assets			
(a) Property, plant and equipment	4	2,773	3,401
(b) Capital Work-in-Progress	4A	20,946	19,044
(c) Intangible Assets			
(d) Financial assets			
(i) Investments	5		
(ii) Loans	6	-	-
(iii) Other financial assets	7	-	-
Deferred tax assets	8	543	511
Total of non Current Assets		**24,262**	**22,956**
Current assets			
(a) Inventory	9	118,810	70,257
(b) Financial assets			
(i) Investments	5	33,398	42,236
(ii) Loans	6	193,403	165,944
(iii) Trade Receivables	10	178,556	72,116
(iv) Cash and cash equivalents	11	1,547	26,374
(v) Other financial assets	12	12	63
(c) Current tax assets	13	166	142
(d) Other current assets	14	170,874	200,945
Total of Current Assets		**696,765**	**578,079**
TOTAL ASSETS		**721,027**	**601,035**

II. EQUITY & LIABILITIES			
Equity			
(a) Share capital	15	599,393	599,393
(b) Other equity		(17,542)	(5,210)
Total equity		**581,851**	**594,182**
Liabilities			
Non- Current liabilities			
(a) Financial liabilities			
(i) Borrowings	16	1,900	1,900
(ii) Trade payables			
Total outstanding due of			
(A) Micro enterprises and small enterprises			
(B) Creditors other than micro enterprises and small enterprises			
(iii) Other financial liabilities			
(b) Other Non-current Liabilities			
		1,900	**1,900**
Current liabilities			
(a) Financial liabilities			
(i) Trade payables			-
Total outstanding due of			
(A) Micro enterprises and small enterprises	17	136,679	4,550
(B) Creditors other than micro enterprises and small enterprises			-
(ii) Other finanacial liabilites	18	-	
(b) Provisions			
(c) Other current liabilites	19	594	399
(d) Current tax liability (net)	20	4	4
Total Current liabilities		**137,277**	**4,953**
TOTAL EQUITY AND LIABILITIES		**721,027**	**601,035**

Significant accounting policies	**1-3**
Notes to accounts	**4-41**

The accompanying notes form an integral part of the audited financial statements.
As per our report of even date.

For Bihari Shah and Co.	**For SRU Steels Limited**	
Chartered Accountants		
Sd/-	Sd/-	Sd/-
CA Kunal T. Sanghavi	(Akhil Arora)	(Anand Singh)
(Partner)	Managing Director & CFO	Director
Membership No.173487	DIN: 11329665	DIN: 11329642
F.R.N. No. 119020W		
		Sd/-
Place:- Ahmedabad		Ayushi Chandel
Date:- 8th Septmber 2026		Company Secretary
UDIN:-26173487TKSLJU2139		Membership No. A70217

SRU STEELS LIMITED

CIN : L01111DL1995PLC107286

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

	Particulars	Notes	Year ended March 31,2026 ₹ '000'	Year ended March 31,2025 ₹ '000'
	Income			
I	Revenue from operations	21	304,046	253,437
II	Other Income	22	2,124	2,642
III	**Total Income**		**306,170**	**256,079**
	Expenses			
	(a) Cost of materials consumed			
	(b) Purchases of Stock in Trade	23	357,216	318,337
	(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	24	(48,553)	(70,257)
	(d) Employee benefits expenses	25	1,626	1,573
	(e) Finance costs	26	1	3
	(f) Depreciation and amortisation	27	628	570
	(g) Other expenses	28	2,462	10,444
IV	**Total expenses**		**313,379**	**260,670**
V	**Profit before exceptional items and tax (III-IV)**		**(7,210)**	**(4,590)**
VI	Exceptional Items		-	-
VII	**Profit before tax (V-VI)**		**(7,210)**	**(4,590)**
	Tax expense			
	(a) Current tax		17	-
	(b) Adjustment of tax relating to earlier periods		-	-
	(c) Deferred tax charg		(32)	(2)
VIII	**Total tax expense**			
IX	**Net Profit for the year(VII-VIII)**		**(7,194)**	**(4,588)**
	Other Comprehensive Income			
	Items that will not be reclassified to profit or loss			
	(a) Changes in fair value of equity instruments through other comprehensive income		(5,137)	(12,357)
	(b) Income tax effect on (a) above		-	-
	Income tax benefit			
X	**Other Comprehensive Income**		**(5,137)**	**(12,357)**
XI	**Total Comprehensive income for the year, net of tax (IX+X)**		**(12,332)**	**(16,945)**

XII Earning per equity shares	**31**		
Basic		(0.12)	(0.08)
Diluted		(0.12)	(0.08)
Significant accounting policies	**1-3**		
Notes to accounts	**4-41**		

The accompanying notes form an integral part of the audited financial statements.
As per our report of even date.

For Bihari Shah and Co.
Chartered Accountants

Sd/-
CA Kunal T. Sanghavi
(Partner)
Membership No.173487
F.R.N. No. 119020W

Place:- Ahmedabad
Date:- 8th Septmber 2026
UDIN:-26173487TKSLJU2139

For SRU Steels Limited

Sd/-
(Akhil Arora)
Managing Director & CFO
DIN: 11329665

Sd/-
(Anand Singh)
Director
DIN: 11329642

Sd/-
Ayushi Chandel
Company Secretary
Membership No. A70217

SRU STEELS LIMITED

CIN : L01111DL1995PLC107286

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

	PARTICULARS	For the Year Ended 31st March, 2026 ₹ '000'	For the Year Ended 31st March, 2025 ₹ '000'
A.	**Cash Flow from Operating Activities**		
	a) Net Profit before tax and extraordinary Items	(12,332)	(16,945)
	Depreciation	628	570
	Profit on Sale of Fixed assets		-
	Provision for Tax	(32)	(2)
	Interest Income	-	-
	b) Operating profit before working capital Changes	(11,736)	(16,377)
	Adjustment for:		
	Changes in Current Assets		
	Decrease / (Increase) in Inventory	(48,553)	(70,257)
	Decrease / (Increase) in Trade Receivables	(106,439)	(64,900)
	Decrease / (Increase) in Other bank balances	-	-
	Decrease / (Increase) in loans and other financial assets	(27,407)	(33,684)
	Decrease / (Increase) in Current tax assets	(24)	798
	Decrease / (Increase) in Other current assets	30,071	(201,071)
	Changes in Current Liabilities		
	(Decrease) / Increase in Trade Payables	132,129	4,550
	(Decrease) / Increase in Other Current Liabilities	195	(6,427)
	(Decrease) / Increase in Other Financial Liabilities		
	(Decrease) / Increase in Provisions	-	4
	Cash Generated from Operation	(31,763)	(387,365)

	Less: Income Tax Paid			-	
	Net cash generated from operations :	(31,763)	(31,763)	(387,365)	(387,365)
B	<u>**Cash Flow from Investing Activities**</u>				
	Purchase of fixed assets (Net)	(1,902)		(19,628)	
	Sale of fixed assets(Net)	-		-	
	Interest Income	-		-	
	Investment in Shares (Net)	8,838		(42,236)	
	Net cash from Investing Activities		6,936		(61,865)
C	<u>**Cash Flow from Financial Activities**</u>				
	Proceeds from issue of shares			474,975	
	Borrowings	-		-	
			-		474,975
D	**Net Increase/(decrease) in Cash and Cash equivalent**		**(24,827)**		**25,745**
	Cash & Cash equivalent at beginning of the year		**26,374**		**630**
	Cash & Cash equivalent at end of the year (Cash and cash equivalent represents cash and bank balance)		**1,547**		**26,374**

The accompanying notes form an integral part of the audited financial statements.
As per our report of even date.

For Bihari Shah and Co.
Chartered Accountants

Sd/-
CA Kunal T. Sanghavi
(Partner)
Membership No.173487
F.R.N. No. 119020W

Place:- Ahmedabad
Date:- 8th Septmber 2026
UDIN:-26173487TKSLJU2139

For SRU Steels Limited

Sd/-
(Akhil Arora)
Managing Director & CFO
DIN: 11329665

Sd/-
(Anand Singh)
Director
DIN: 11329642

Sd/-
Ayushi Chandel
Company Secretary
Membership No. A70217

SRU STEELS LIMITED

Notes forming part of financial statements

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity Share Capital — Amount in Rs.000

	Number of shares	Rs.
Balance as at April 1, 2024	**11,987,850**	**119,878,500**
Changes in equity share capital during the year	47,951,400	**479,514,000**
Balance as at March 31, 2025	**59,939,250**	**599,392,500**
Changes in equity share capital during the year	-	-
Balance as at March 31, 2026	**59,939,250**	**599,392,500**

B. Other Equity

	Reserve and surplus			
	Capital reserve Rs.	Security premium Rs.	General reserve Rs.	Total Rs.
Balance as at April 1, 2024	**6,156**	-	**10,119**	**16,274**
Reserve Capitalized	-	-	-	-
Cost of Equity			(4,539)	(4,539)
Adjustment for provision for tax last year			-	-
Profit for the year	-	-	(16,945)	(16,945)
Balance as at March 31, 2025	**6,156**	-	**(11,366)**	**(5,210)**
Reserve Capitalized	-	-		-
Cost of Equity			-	-
Dividend Declered	-	-	-	-
Profit for the year	-	-	(12,332)	(12,332)
Balance as at March 31, 2026	**6,156**	-	**(23,697)**	**(17,542)**

For Bihari Shah and Co.
Chartered Accountants

Sd/-
CA Kunal T. Sanghavi
(Partner)
Membership No.173487
F.R.N. No. 119020W

Place:- Ahmedabad
Date:- 8th Septmber 2026
UDIN:-26173487TKSLJU2139

For SRU Steels Limited

Sd/-
(Akhil Arora)
Managing Director & CFO
DIN: 11329665

Sd/-
(Anand Singh)
Director
DIN: 11329642

Sd/-
Ayushi Chandel
Company Secretary
Membership No. A70217

SRU STEELS LIMITED
Notes forming part of financial statements

1 CORPORATE INFORMATION

SRU Steels Limited, was incorporated on 11th, Sep, 1995 as Limited Company under the provisions of Companies Act, 1956, vide Company Identification Number L17300DL1995PLC107286. The equity shares of the Company are listed on Bombay Stock Exchange. The Registered Office of the Company is situated at Delhi. The main objective of the Company's Trading of staineless steels.

The financial statements for the year ended March 31, 2026 were approved by the Board of Directors and authorised for issue on September 8th, 2026.

2 BASIS OF PREPARATION AND PRESENTATION

2.1 STATEMENT OF COMPLIANCE

The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards (Ind AS'), Including the rules notified under the relevent provisions of the companies Act, 2013, (as amended from time to time) and Presentation and disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III) as amended from time to time.

The Company's Financial Statements are presented in India Rupees, which is also its functional currency and all values are rounded to the nearest Thousand (Rs. 000) except when otherwise indicated.

2.2 ACCOUNTING CONVENTIONS

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

2.3 OPERATING CYCLE

Based on the nature of products/ activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

3 SIGNIFICANT ACCOUNTING POLICIES

3.1 USE OF ESTIMATES

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

3.2 PROPERTY PLANT & EQUIPMENT

a) Property, plant and equipment are stated at cost net of taxes less accumulated depreciation and/or impairment loss; if any. All costs such as freight, non recoverable duties & taxes and other incidental expenses until the property, plant and equipment are ready for use, as intended by the management and borrowing cost attributable to the qualifing property, plant and equipments are capitalized. Assets costing less than Rs.5,000/- are fully depreciated in the year of purchase in merging unit.

b) Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

c) Capital work in progress represents expenditure incurred in respect of capital projects which are carried at cost. Cost includes land, related acquisition expenses, development and construction costs, borrowing costs and other direct expenditure.

d) The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

e) Depreciation on property, plant and equipment is charged in accordance with estimate of useful life of the assets on written down value method, at rates specified in Schedule II to the Companies Act, 2013.

f) In respect of assets added/disposed off during the year, depreciation is charged on pro-rata basis with reference to the month of addition/disposal.

g) Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

3.3 FINANCIAL INSTRUMENTS

Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Subsequent measurement

Financial assets carried at amortised cost

A financial asset is subsequently 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.

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 in accordance with Ind AS 109 "Financial Instruments" issued by the Ministry of Corporate Affairs, Government of India. 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.

3.4 IMPAIRMENT

Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Non-financial assets

Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss, if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

3.5 PROVISIONS

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contingent liabilities are not recognised but are disclosed by way of notes to the financial statements, after careful evaluation by the management of the facts and legal aspects of each matter involved. Contingent assets are neither recognised nor disclosed in the financial statements.

Contingent liabilities are assessed continually to determine whether an outflow of resources embodying the economic benefit has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as contingent liability, a provision is recognised in the financial statements of the period in which the change in probability occurs.

3.6 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 to the extent they relate to the period till such assets are ready to be put to use, while other borrowing costs are recognized as expenses in the year in which they are incurred. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

3.7 INVENTORIES

Inventories other than scrap and goods in transit have been valued at lower of cost and net realisable value. The cost is ascertained as below:-

i) Finished goods are valued at lower of cost or net realizable value on first in first out (FIFO) basis.
ii) Scrap is valued at the net realisable value.

Where, net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

3.8 EMPLOYEE BENEFITS

(i). Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange of services rendered by employees is recognised during the period when the employee renders the services. These benefits include salaries, bonus and performance incentives.

3.9 FOREIGN CURRENCY TRANSACTIONS

In preparing the financial statements of the Company, transactions in currencies other than the company's functional currency i.e. 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 that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in the statement of profit or loss in the period in which they arise.

Foreign currency derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

3.10 TAXATION

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

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred 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. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

3.11 REVENUE RECOGNITION

a) Sales are recognised on dispatch of goods.
b) Interest income is recognized using effective interest method.|
c) Commision are Recognised on dispatch of goods.

3.12 OPERATING SEGMENT

Operating segments are reported in the manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The Managing Director of SRU Steel Limited has been identified as CODM and he is responsible for allocating the resources, assess the financial performance and position of the Company and makes strategic decisions.

The Company has identified one reportable segment "Trading of stainless steels" based on the information reviewed by the CODM. Refer note 38 for the Segment information presented.

3.13 CASH FLOW STATEMENT

The Cash Flow Statement is prepared by the indirect method set out in Indian Accounting Standard-7 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company. The Company considers all highly liquid financial instruments,which are readily convertible into cash, to be cash equivalents.

3.14 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

3.15 FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measuredat fair value. Transaction costs that are directly attributableto the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

3.16 FINANCIAL ASSETS

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

SRU STEELS LIMITED
Notes forming part of financial statements

4 Property, plant and equipment

	Buildings	Furniture & fixtures	Vehicles	Computers	Plant & Machinery	Office equipments	Intangible Assets	Total
	₹ '000'	₹ '000'	₹ '000'	₹ '000'	₹ '000'	₹ '000'	₹ '000'	₹ '000'
Cost								
As at April 1, 2024	3,584	3,890	294	400	0	527	0	**8,695**
-Additions	0	323	0	109	57	0	95	**584**
-Disposals	0	0	0	0	0	0	0	**0**
As at March 31, 2025	**3,584**	**4,213**	**294**	**509**	**57**	**527**	**95**	**9,279**
-Additions		0	0	0	0	0	0	**0**
-Disposals	0	0	0	0	0	0	0	**0**
As at March 31, 2026	**3,584**	**4,213**	**294**	**509**	**57**	**527**	**95**	**9,279**
Depreciation								
As at April 1, 2024	1,446	2,835	248	378	0	401	0	**5,309**
Depreciation charge during the year	203	285	11	13	1	51	5	**570**
Written back	0	0	0	0	0	0	0	**0**
As at March 31, 2025	**1,649**	**3,121**	**259**	**391**	**1**	**452**	**5**	**5,878**
Depreciation charge during the year	184	284	9	74	10	32	35	**628**
Written back	0	0	0	0	0	0	0	**0**
As at March 31, 2026	**1,833**	**3,404**	**268**	**466**	**11**	**484**	**40**	**6,507**
Net Book Value								
As at March 31, 2026	1,751	809	26	44	46	43	55	**2,773**
As at March 31, 2025	1,935	1,092	35	118	56	75	90	**3,401**
As at April 1, 2024	2,138	1,054	46	22	0	126	0	**3,387**

4A Capital Work-in-Progress (WIP) Ageing Schedule
As at 31st March,2026

Particulars	Amount in CWIP for the period of				Total
	<1 year	1-2 years	2-3 years	>3 years	
Factory Building-Shapar	1,902	19,044			20,946
Total	**1,902**	**19,044**			**20,946**

As at 31st March,2025

Particulars	Amount in CWIP for the period of				Total
	<1 year	1-2 years	2-3 years	>3 years	
Factory Building-Shapar	19,044				19,044
Total	**19,044**				**19,044**

SRU STEELS LIMITED
Notes forming part of financial statements

5 Investments

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Non-current Investments			
Investments in Other Companies (Investments at Fair Value through Other Comprehensive Income)			
Others		-	-
	(a)	-	-
Current Investments			
Investment in fully Paid Unquoted Equity Instruments			
Kunj Forgings Private Limited (58,980 Equity shares, face value of Rs. 10 each)		11,800	
Investments in Other Companies (Investments at Fair Value through Other Comprehensive Income)			
Fully Paid Quoted Equity Instruments			-
AVSL Industries Limited (6,000 Equity shares, face value of Rs. 10 each)		718	948
Padam cotton Limited (1,02,85,700 Equity shares, face value of Rs. 1 each)		20,880	
Capital Trade Links Limited (1,39,950 Equity shares, face value of Rs. 1 each)		-	6,095
Sylph Technologies Limited (3,27,612 Equity shares, face value of Rs. 1 each)		-	324
Rajeshwari Cans Limited (1,24,800 Equity shares, face value of Rs. 10 each)		-	34,869
	(b)	**33,398**	**42,236**
	(a+b)	**33,398**	**42,236**

6 Loans

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Non-current			
Unsecured, considered good			
Loans			
Others		-	-
	(a)	-	-
Current			
Unsecured, considered good			
Loans			
Others		193,403	165,944
	(b)	193,403	165,944
	(a+b)	193,403	165,944

7 Other financial asset

Non-current		
Unsecured, considered good		
Security deposit	-	-
Deferred security	-	-
	-	-
Current		
Unsecured, considered good		
Security deposit	-	-
Deferred security		
	-	-
	-	-

8 Deferred tax assets

PARTICULARS	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Deferred tax assets on		
Property, plant and equipments & intangible assets	511	479
Accrued expenses deductible on payment	32	32
Deferred tax assets(net)	**543**	**511**

Movement of Deferred tax (assets)/ liabilities

		For the year ended March 31, 2026		
	Opening Balance	Recognised in the Statement of Profit and Loss	Recognised in OCI	Closing Balance
Deferred tax assets on				
Property, plant and equipments & intangible assets	479	(32)	-	511
Accrued expenses deductible on payment	32	-	-	32
Deferred tax assets(net)	**511**	**(32)**	**-**	**543**

		For the year ended March 31, 2025		
	Opening Balance	Recognised in the Statement of Profit and Loss	Recognised in OCI	Closing Balance
Deferred tax assets on				
Property, plant and equipments & intangible assets	477	(2)	-	479
Accrued expenses deductible on payment	32	-	-	32
Deferred tax assets(net)	**509**	**(2)**	-	**511**

SRU STEELS LIMITED

Notes forming part of financial statements

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
9	**Inventories**		
	Stock in Trade	118,810	70,257
		118,810	**70,257**
10	**Trade receivables**		
	Unsecured, considered good	178,556	72,116
		178,556	**72,116**

Trade Receivables Ageing (As at 31st March 2026)

Particulers	Outstanding for following period from due date of Payment					
	Less Than 6 months	6 Months - 1 Year	1-2 Years	2-3 Years	More the 3 Years	Total
(i) Undisputed Trade Receivables- Considered Goods	25,230	150,189	3,137			178,556
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Total	**25,230**	**150,189**	**3,137**	-	-	**178,556**

Trade Receivables Ageing (As at 31st March 2025)

Particulers	Outstanding for following period from due date of Payment					
	Less Than 6 months	6 Months - 1 Year	1-2 Years	2-3 Years	More the 3 Years	Total
(i) Undisputed Trade Receivables- Considered Goods	74,331	-	(3,403)	1,189	-	72,116
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Total	**74,331**	-	**(3,403)**	**1,189**	-	**72,116**

In the opinion of the Board, trade receivables, if realised, have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated

SRU STEELS LIMITED

Notes forming part of financial statements

11 Cash and cash equivalents		
Cash in hand	255	255
Balance with Banks		
On current accounts	1,293	26,120
	1,547	26,374
12 Other financial assets		
Unsecured, considered good		
Interest Receivable	-	-
Others	12	63
	12	63
13 Current tax asset		
TDS (Including Income Tax Refund due)	166	142
	166	142
14 Other Current Assets		
Unsecured, considered good		
Input receivable from Government authorities	25,971	13,191
Prepaid expenses	0	0
Advances to Suppliers	144,806	187,583
Others	96	171
	170,874	200,945
15 Share capital		
Authorised		
6,25,00,000 (6,25,00,000) equity shares of ₹ 10 (₹ 10) each	625,000	625,000
Issued, subscribed and paid up capital		
5,99,39,250 (5,99,39,250) equity shares of ₹ 10 (₹ 10) each fully paid up	599,393	599,393

Notes:

a) Right, preference and restrictions attached to shares;

The Company has equity shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders'

b) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Nos.	Amount	Nos.	Amount
Number of shares at the beginning	59,939,250	599,392,500	11,987,850	119,878,500
Issued during the year	-	-	47,951,400	479,514,000
Number of shares at the end	59,939,250	599,392,500	59,939,250	599,392,500

c) Particulars of shareholders holding more than 5% of equity shares as on March 31, 2026 and March 31, 2025 is as follows:

Name of shareholder	As at March 31, 2026		As at March 31, 2025	
	% Holding	Shares	% Holding	Shares

d) **Shareholding of Promoter as on 31.03.2026**

Promoter Name	Class of Share	% of Total Shares	Number of Shares	% Change During the Year 2026
				-
		0.00%	-	-

Shareholding of Promoter as on 31.03.2025

Promoter Name	Class of Share	% of Total Shares	Number of Shares	% Change During the Year
				- -
		0.00%	-	-

SRU STEELS LIMITED
Notes forming part of financial statements

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
16	**Borrowings**		
	Non -Current Liabilities		
	Other Loan	1,900	1,900
		1,900	**1,900**
17	**Trade Payables**		
	Dues of micro, small and medium enterprises	136,679	4,550
	Dues to other than micro, small and medium enterprises	-	-
		136,679	**4,550**

Note:

The Company has not received any information from suppliers regarding their status under the Micro, Small and Medium Enterpeises Development Act, 2006 and hence disclosure if any relating to the amount unpaid at the end of the year together with interest paid/payable as reqired under the Act have not been furnished.

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
18	**Other financial liabilities**		
	Bank overdraft	-	-
	Other Loan	-	
	Bank Interest Payable	-	-
		-	-
19	**Other current liabilities**		
	Statutory dues		
	Other current liabilities	10	399
	Advances from customers	584	
		594	399
20	**Current tax liability**		
	Income tax	4	4
		4	4
21	**Revenue from operations**		
	Sale of products	304,046	253,437
		304,046	**253,437**
22	**Other Income**		
	Interest receipts on		
	Loan and Advances		
	Loading and Freight		
	Amounts written back		
	Other Income	2,124	2,642
		2,124	**2,642**
23	**Purchase of material**		
	Purchase of Stock in Trade	357,216	318,337
		357,216	**318,337**
24	**Change in inventory**		
	Opening stock -in- traded	70,257	0
	Closing stock-in-traded	118,810	70,257
		(48,553)	(70,257)
25	**Employees benefit expenses**		
	Salary and wages	1,031	753
	Bonus		0
	Director Renumeration	595	820
		1,626	1,573

SRU STEELS LIMITED

Notes forming part of financial statements

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
26	**Finance costs**		
	Bank charges	1	3
	Bank Interest	-	-
	Other Processing Fees	-	-
	Unwinding of discount on security deposit	-	-
		1	**3**
27	**Depreciation and amortisation**		
	Depreciation and amortisation expenses	**628**	**570**
28	**Other expenses**		
	Freight Paid	-	3,131
	Rent	645	686
	Travelling		
	Domestic		-
	Foreign		
	Legal and professional	76	3,204
	Office expenses	10	-
	Listing fees	430	1,637
	Depository Charges	-	259
	Discount	358	
	Vehicle running		-
	Electricity charges	4	109
	Postage & Stamps		-
	Telephone		-
	Auditor's Remuneration		
	- As audit fees	150	150
	Municipal taxes		-
	Insurance charges		-
	Investment Expense	367	
	Repair & maintenance		-
	Commission Expense	-	75
	Job Work Charges	66	373
	Others Expenses	273	820
	Business Promotion Exp.	82	-
		2,462	**10,444**
29	**Contigent Liabilities**		
	(to the extent not provided for)		
	a) Claims against the Company not acknowledged as debts	-	-
	b) Income tax demands disputed in appellate proceedings	117,935	117,935

In the opinion of the Management, no provision is required in respect of disputes mentioned above on the ground that there are reasonable chances of successful outcome of appeal.

30	Capital and other commitments Estimated amount of contracts remaining to be executed on capital account and not provided for (net off advances)	-	-

31 Earnings Per Share (EPS)

EPS is calculated by dividing the profit attributable to the equity shareholders by the weighted average of the number of equity shares outstanding during the year. Numbers used for calculating basic and diluted earnings per equity share are as stated below:

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
i)	Net profit available for equity shareholders	(7,194)	(4,588)
ii)	Weighted average number of equity shares outstanding for calculation of		
	- Basic EPS	59,939,250	59,939,250
	- Diluted EPS	59,939,250	59,939,250
iii)	Nominal value of per equity share (₹)	10	10
iv)	Earning per share (i)/(ii)		
	- Basic EPS (₹)	(0.12)	(0.08)
	- Diluted EPS (₹)	(0.12)	(0.08)

32 In the opinion of the Board, all assets other than fixed assets and non current investments, have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

33

Balances grouped under trade receivables, trade payables and loans and advances recoverable in cash or in kind are subject to confirmation from subjective parties.

SRU STEELS LIMITED

Notes forming part of financial statements

34 Managerial Remuneration

Particulars	Nature	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
For Director Remmneration	Salary	595	820
		595	820

35 Operating Segment

An operating segment is one whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance. The Company has identified the chief operating decision maker as its Managing Director. The Chief Operating Decision Maker reviews performance of trading of steel business on an overall business.

As the Company has a single reportable segment, the segment wise disclosure requirements of Ind AS 108 on 'Operating Segment' is not applicable. In compliance to the said standard, entity-wise disclosures are as under:

a) **Revenues from external customers attributed to the country of domicile and attributed to all foreign countries from which the company derives revenues**

Particulars	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Revenue from the Country of domicile; India	306,170	256,079
Revenue from foreign countries	-	-
Total		

b) **Details of non current asset**

Particulars	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Non-current asset from the Country of Domicile; India	24,262	22,956
Non-current asset from foreign countries	-	-
Total		

36 Related Party Disclosures:

Pursuant to Ind AS-24 "Related Party Disclosures", following parties are to be treated as related parties:

(a) Name of related parties and description of relationship

Key management personnel	
*Mr. Akhil Arora	Executive Managing Director and CFO
*Mr. Anand Singh	Non-Executive - Non Independent Director
* Ms. Meenu Jain	Non-Executive - Independent Director
*Mr. Naveen Sharma	Non-Executive - Independent Director
Ayushi Chandel	Company Secretary

Enterprises over which Key Management Personnel exercise significant influence

Note: Related parties relationship is as identified by the Company and relied upon by the Auditors

*Mr. Meet Harshadbhai Govani resigned from the position of Executive Managing Director w.e.f. 19-04-2025

*Naveen Sharma was appointed as Non-Executive Independent Director on 13-10-2025.

*Akhil Arora was appointed as CFO and Managing Director on 29-10-2025.

*Anand Singh was appointed as Non-Executive Non-Independent Director on 29-10-2025.

*Mr. Ravi Maheshkumar Sinojiya was appointed as Non-Executive Non-Independent Director on 10-12-2024 and Resigned with effect from 19-04-2025

*Mr. Dharmik Atulbhai Rojasara and Mr. Himanshu Rajeshkumar Vyas were appointed as Additional Non-Executive Independent Directors on 18-12-2024.

*Ms. Kairavi Lalitbhai Vadodariya was appointed as Additional Non-Executive Non-Independent Director on 18-12-2024.

*Mr. Manish Manojbhai Rathod was appointed as Additional Non-Executive Non-Independent Director on 31-03-2025.

*Mr. Vijay Sureshbhai Makvana was appointed as Additional Executive Director on 31-03-2025.

*Meenu Jain was appointed as Non-Executive Independent Director on 13-10-2025.

SRU STEELS LIMITED

Notes forming part of financial statements

b) Transactions with related parties during the year (excluding reimbursements)

Nature of transaction	Related Party	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Director Renmneration	Director		
Director Renmneration	Dharmink Rojasara	-	200
Director Renmneration	Mayant Bhandari	-	150
Director Renmneration	Vishal Mehra	-	470
Salary	Ayushi Chandel (C.S.)	160	180

c) **Amount outstanding as at the end of the year**

Account head	Related Party	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Director Renmneration	Director	-	380
Other financial liability	Ayushi Chandel (C.S.)	25	30

37 Financial Instruments

Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

Particulars	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Trade paybles (Note 16)	136,678.98	4,550.35
Other payables (current and non-current)	138,582.60	6,453.97
Less: Cash and cash equivalents (Note 11)	(1,547.31)	(26,374.36)
Net debt	**273,714.27**	**(15,370.04)**
Equity share capital	599,392.50	599,392.50
Other equity	(17,541.90)	(5,210.28)
Total capital	**581,850.60**	**594,182.22**
Capital and net debts	**855,564.87**	**578,812.18**
Gearing ratio (Net debt/Capital and Net debt)	31.99%	-2.66%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

Categories of financial instruments **Financial assets**	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Financial assets at amortised cost		
Non-current		
Loans	-	-
Security deposit	-	-
	-	-

Current		
(i) Investments	33,398.17	42,236.28
(ii) Loans	193,402.62	165,944.04
(iii) Trade Receivables	178,556	72,116
Cash and cash equivalents	1,547	26,374
Other financial assets	12	63
	406,916	**306,734**
Financial liability		
Financial liability at amortised cost		
Non-current		
Borrowings	1,900	1,900
	1,900	**1,900**
Current		
(i) Trade payables		-
small enterprises	136,679	4,550
	136,679	**4,550**

SRU STEELS LIMITED
Notes forming part of financial statements

Fair value measurements

The Company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation techniques:

The following is the basis of categorising the financial instruments measured at fair value into Level 1 to Level 3: Level 1: This level includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2: This level includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). Level 3: This level includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.
Trade receivables, cash & cash equivalents, other bank balances, loans, other current financial assets, trade payables and other current financial liabilities: Approximate their carrying amounts largely due to short-term maturities of these instruments.

Management uses its best judgment in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of all the amounts that the Company could have realized or paid in sale transactions as of respective dates. As such, the fair value of the financial instruments subsequent to the respective reporting dates may be different from the amounts reported at each year end.

38 Financial risk management objectives
The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support Company's operations. The Company's principal financial assets include inventory, trade and other receivables, cash and cash equivalents and land advances that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) 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 market prices. Market risk comprises two types of risk: interest rate risk and other price risk, such as equity price risk and commodity/ realestate risk. Financial instruments affected by market risk include loans and borrowings.

b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including refundable joint development deposits, security deposits, loans to employees and other financial instruments.

i) Trade receivables

Receivables resulting from sale of properties: Customer credit risk is managed by requiring customers to pay advances before transfer of ownership, therefore, substantially eliminating the Company's credit risk in this respect.

Receivables resulting from other than sale of properties: Credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored. The impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogeneous groups and assessed for impairment collectively.

ii) Financial Instrument and cash deposits
Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments. The Company's maximum exposure to credit risk for the components of the statement of financial position at 31 March 2019 and 2018 is the carrying amounts.

SRU STEELS LIMITED
Notes forming part of financial statements

c) **Liquidity risk**

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank deposits and loans.

38 **Ratio Analysis**

Sr. No.	Particulars	Formula	2025-26	2024-25	% Changes
1	Current Ratio	Current Assests / Current Liablity	5.08	116.72	-95.65%
2	Debit-Equity Ratio	Total Debt / Total Liability	NA	NA	NA
3	Debt Service Coverage Ratio	EBIT / Installament Repayment	NA	NA	NA
4	Return on Equity Ratio	PAT / Average Net Worth	-1.24%	2.40%	-151.52%
5	Inventory Turnover Ratio	COGS / Average Stock	7.06	7.98	-11.50%
6	Trade Receivables Turnovers Ratio	Sales / Average Trade Receivable	6.39	16.69	-61.71%
7	Trade Payable Turnovers Ratio	Purchase / Average Trade Payable	5.06	0.71%	71148.75%
8	Net Capital Turnovers Ratio	Sales / Working Capital	54.34%	44.22%	22.89%
9	Net Profit Margin	PAT / Sales	-2.37%	-1.81%	30.70%
10	Return on Capital Employed	PAT / Average Capital Employed	-1.22%	-1.25%	-2.43%
11	Return on Investment	Other Income / Average Marketable security	NA	NA	NA

a) Current Ratio – The increase is primarily attributable to a significant increase in current assets during the year.

b) Return on Equity Ratio – The decline is primarily attributable to the net loss reported during the year, resulting in negative returns on shareholders' funds.
c) Inventory Turnover Ratio – The marginal decline is attributable to comparatively slower movement of inventories.

d) Trade Receivables Turnover Ratio – The decline is primarily attributable to extension of credit period and slower realisation of trade receivables.

e) Trade Payable Turnover Ratio – The reduction is attributable to relatively delayed settlement of trade payables as compared to the previous year.
f) Net Capital Turnover Ratio – The significant improvement is attributable to efficient utilisation of working capital resources.
g) Net Profit Margin – The deterioration is attributable to the net loss incurred during the year under review.
h) Return on Capital Employed – The decline is attributable to inadequate profitability leading to negative return on capital employed.

39 The Company's equity shares were listed on Delhi Stock Exchange Ltd. (primary stock exchange), Ahmedabad Stock Exhange Ltd. and Ludhiana Stock Exchange Ltd. The Securities Exchange Board of India (SEBI) had withdrawn recognition of Delhi Stock Exchange Ltd., Ahmedabad Stock Exhange Ltd. and Ludhiana Stock Exchange Ltd. The Company has made an application with Bombay Stock Exchange Ltd. and the shares were admitted for trading on Bombay Stock Exchange Limited on 2nd of Feb 2018.

40 Figures have been rounded off to the nearest thousand.

41 Figures in brackets pertain to previous year, unless otherwise indicated.

For Bihari Shah and Co.
Chartered Accountants

Sd/-
CA Kunal T. Sanghavi
(Partner)
Membership No.173487
F.R.N. No. 119020W

Place:- Ahmedabad
Date:- 8th Septmber 2026
UDIN:-26173487TKSLJU2139

For SRU Steels Limited

Sd/-
(Akhil Arora)
Managing Director & CFO
DIN: 11329665

Sd/-
(Anand Singh)
Director
DIN: 11329642

Sd/-
Ayushi Chandel
Company Secretary
Membership No. A70217

INDEPENDENT AUDITOR'S REPORT

To,
The Members of SRU Steels Limited

Report on the audit of the Standalone Financial Statements

Qualified Opinion

We have audited the accompanying standalone financial statements of SRU Steels Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, **except for the effects and possible effects of the matters described in the *Basis for Qualified Opinion* section of our report**, the aforesaid standalone 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, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, of the state of affairs of the Company as at March 31, 2026, and its loss (including other comprehensive income), changes in equity, and its cash flows for the year ended on that date.

Basis for Qualified Opinion

1. **Inability to Verify Inventory (Scope Limitation):** The management has not provided any confirmation, representation, or physical verification records regarding the inventory (stock) as of March 31, 2026. Consequently, we were unable to perform alternative audit procedures to obtain sufficient appropriate audit evidence regarding the existence, condition, and valuation of the inventory. We are unable to determine whether any adjustments to these amounts were necessary.

2. **Non-Provision of Interest Expense (Ind AS Departure):** The Company has availed unsecured loans from various entities and individuals; however, it has not provided for interest on these unsecured loans. This non-recognition of interest expense is a departure from Ind AS 109. Had the interest been recognized, the financial liabilities would have been higher, and the reported profit would have been correspondingly lower.

BIHARI SHAH & CO. CHARTERED ACCOUNTANTS FRN 119020W

3. **Non-Recognition of Interest Income (Ind AS Departure):** The Company has granted loans and advances to various entities and individuals but has failed to recognize interest income on these disbursements. This departure from Ind AS 109 means that, had the interest been accrued, the financial assets and reported profit would have been higher.

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

Emphasis of Matter

We draw attention to the following matters in the notes to the standalone financial statements. Our qualified opinion is not further modified in respect of these matters:

1. **Statutory Non-Compliance (Section 186):** The Company has granted loans and advances to individuals, which is in direct violation of the provisions and limits specified under Section 186 of the Companies Act, 2013.

2. **Utilization of Rights Issue Proceeds:** The Company issued right shares to eligible shareholders to raise funds for specific purposes. On the basis of the documents available, the Company has made advance payments to suppliers, investments in shares and securities, and payments for general business purposes out of these proceeds.

3. **Pending Confirmations:** The financial statements reflect outstanding balances related to trade receivables, trade payables, loans, and advances that are currently subject to confirmations and reconciliations.

Key Audit Matters

BIHARI SHAH & CO. * FRN 119020W * CHARTERED ACCOUNTANTS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity, and cash flows of the Company in accordance with Ind AS. This responsibility includes the design, implementation, and maintenance of adequate internal financial controls operating effectively for ensuring the accuracy and completeness of the accounting records.

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

Our objectives are to obtain reasonable assurance about whether the standalone 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 qualified opinion. We exercise professional judgment and maintain professional skepticism throughout the audit. We identify and assess the risks of material misstatement, obtain an understanding of internal financial controls relevant to the audit, and evaluate the appropriateness of accounting policies used in accordance with Ind AS.

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 section143 of the Act, we give in the **Annexure A** statement on the matters Specified in paragraphs 3 and 4 of the Order.

2. (A) As required by section 143(3) of the Act, we further 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 appears from our examination of those books;

   c) The Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid Ind AS financial statements comply with the applicable

BIHARI SHAH & CO. ★ FRN:119020W ★ CHARTERED ACCOUNTANTS

Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014

e) On the basis of written representations received from the directors as on March 31, 2026, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, 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, refers to our separate report in Annexure – B.

(B) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:

a) The Company has disclosed the impact of pending litigations as at 31 March, 2026 on its financial position in its financial statements – Refer Note N of Notes to Accounts.

b) The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.

c) There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the company during the year ended on 31st March, 2026.

d)

i. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the

BIHARI SHAH & CO. FRN 119020W CHARTERED ACCOUNTANTS

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;

ii. The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall :

- 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; and

iii. Based on such audit procedures as 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) contain any material mis-statement.

e) There is no dividend declared or paid during the year by the Company. So, there is no need to comply with section 123 of the Companies Act, 2013.

f) Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail

BIHARI SHAH & CO. FRN 119020W CHARTERED ACCOUNTANTS

has been preserved by the company as per the statutory requirements for record retention.

(C) In our opinion and according to the information and explanations given to us, the remuneration paid by the company is in accordance with the provisions of section 197 of the Act. The remuneration paid any director is not in excess of the Limit laid down under section 197 of the Act.

FOR BIHARI SHAH & CO.
CHARTERED ACCOUNTANTS
FRN NO. 119020W

K.T. Sanghavi

KUNAL T SANGHAVI
PARTNER
M.NO. 173487

BIHARI SHAH & CO. FRN :119020W CHARTERED ACCOUNTANTS

PLACE: AHMEDABAD
DATE: 08/09/2026

UDIN :- 26173487TKSLJU2139

ANNEXURE 'A' TO THE AUDITOR'S REPORT

(Referred to in Paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

- **(i) Property, Plant and Equipment:** The Company has not maintained proper records showing full particulars, including quantitative details and situation of Property, Plant, and Equipment, nor were such records made available to us during the course of our audit. Due to the non-availability of these records, we were unable to physically verify the assets or determine whether any physical verification was conducted by the management. Consequently, we are unable to comment on the existence of the assets or whether any material discrepancies exist. Furthermore, the original title deeds of immovable properties were not produced before us for verification; therefore, we are unable to confirm whether they are held in the name of the Company.

- **(ii) Inventory (Stock):** The management has **not provided any confirmation or representation regarding the physical verification of the stock (inventory)** during the year. Consequently, we are unable to comment on the frequency of verification, the coverage, or any material discrepancies that might exist between the physical stock and the book records.

- **(iii) Loans and Investments:** The Company has granted loans to others aggregating to Rs. 15,82,78,133/- during the year, with a balance outstanding of Rs. 19,34,02,619. These are repayable on demand and carry no stipulation for interest.

- **(iv) Compliance with Section 185 and 186:** In our opinion and according to the information and explanations given to us, the Company has granted loans and advances to individuals which is **in direct violation of the provisions of Section 186** of the Companies Act, 2013.

- **(v) Deposits:** The Company has not accepted any deposits from the public during the year within the meaning of Sections 73 to 76 of the Act.

- **(vi) Cost Records:** The maintenance of Cost Records under section 148(1) of the Companies Act, 2013 is not applicable to the Company.

BIHARI SHAH & CO. FRN 119020W CHARTERED ACCOUNTANTS

- **(vii) Statutory Dues:** There are no undisputed statutory dues outstanding for more than six months. Disputed statutory dues aggregating to Rs. 1179.35 lacs remain unpaid, including Income Tax Demands pending before the CIT(A) and the Punjab & Haryana High Court.

- **(viii) Unrecorded Income:** The Company has not surrendered or disclosed any previously unrecorded transactions as income in tax assessments during the year.

- **(ix) Borrowings:** The Company has not defaulted in repayment of loans or borrowings and has not been declared a willful defaulter by any financial institution.

- **(x) Share Allotment:** The Company has not raised moneys by way of further public offer or made any preferential allotment/private placement during the year.

- **(xi) Fraud:** No fraud by the Company or on the Company has been noticed or reported during the course of the audit.

- **(xii) Nidhi Company:** The Company is not a Nidhi Company.

- **(xiii) Related Party Transactions:** Transactions with related parties comply with sections 177 and 188 of the Act, and details have been appropriately disclosed in the Ind AS financial statements.

- **(xiv) Internal Audit:** The Company has an internal audit system commensurate with its size and nature of business.

- **(xv) Non-cash Transactions:** The Company has not entered into any non-cash transactions with its directors or connected persons.

BIHARI SHAH & CO. FRN 119020W CHARTERED ACCOUNTANTS

- **(xvi) RBI Registration:** The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

- **(xvii) Cash Losses:** The Company has not incurred cash losses in the current and immediately preceding financial year.

- **(xviii) Statutory Auditors:** There has been no resignation of the statutory auditors during the year.

- **(xix) Material Uncertainty:** Based on financial ratios and the expected realization of financial assets, nothing has come to our attention to indicate that a material uncertainty exists regarding the Company's capability to meet its liabilities falling due within one year.

- **(xx) CSR:** Section 135 of the Companies Act, 2013 does not apply to the Company.

FOR BIHARI SHAH & CO.
CHARTERED ACCOUNTANTS
FRN NO. 119020W

K. T. Sanghavi

BIHARI SHAH & CO. FRN :119020W CHARTERED ACCOUNTANTS

KUNAL T SANGHAVI
PARTNER
M.NO. 173487

PLACE: AHMEDABAD
DATE: 08/09/2026

UDIN :- 26173487TKSLJU2139

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

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

1. Auditor's Responsibility

We have audited the internal financial controls over financial reporting of SRU Steels Limited as of March 31, 2026, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

2. Management's Responsibility for Internal Financial Controls The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

3. Meaning of Internal Financial Controls Over Financial Reporting A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Ind AS. It includes policies and procedures that ensure records accurately reflect transactions, receipts and expenditures are properly authorized, and unauthorized acquisition or use of company assets is prevented or detected.

4. Inherent Limitations Because of the inherent limitations of internal financial controls, including the possibility of management override or collusion, material misstatements due to error or fraud may occur and not be detected. Projections of any evaluation of the internal financial controls to future periods are subject to the risk that the controls may become inadequate due to changes in conditions.

5.Opinion

In our opinion, **subject to the material weaknesses related to the lack of management confirmation on physical inventory controls and the internal**

control failures leading to non-compliance with Section 186, the Company has, in all material respects, an adequate internal financial controls system over financial reporting, and such controls were operating effectively as at March 31, 2026, based on the criteria established by the Company considering the essential components of internal control stated in the ICAI Guidance Note.

FOR BIHARI SHAH & CO.
CHARTERED ACCOUNTANTS
FRN NO. 119020W

K.T. Sanghavi

KUNAL T SANGHAVI
PARTNER
M.NO. 173487

BIHARI SHAH & CO. FRN :119020W CHARTERED ACCOUNTANTS

PLACE: AHMEDABAD
DATE: 08/09/2026

UDIN :- 26173487TKSLJU2139

SRU STEELS LIMITED
CIN : L01111DL1995PLC107286
BALANCE SHEET AS AT 31ST MARCH 2026

I. ASSETS	**Notes**	**March 31, 2026 ₹ '000'**	**March 31, 2025 ₹ '000'**
1 Non-current assets			
(a) Property, plant and equipment	**4**	2,773	3,401
(b) Capital Work-in-Progress	**4A**	20,946	19,044
(c) Intangible Assets			
(d) Financial assets			
(i) Investments	**5**		
(ii) Loans	**6**	-	-
(iii) Other financial assets	**7**	-	-
Deferred tax assets	**8**	543	511
Total of non Current Assets		**24,262**	**22,956**
Current assets			
(a) Inventory	**9**	118,810	70,257
(b) Financial assets			
(i) Investments	**5**	33,398	42,236
(ii) Loans	**6**	193,403	165,944
(iii) Trade Receivables	**10**	178,556	72,116
(iv) Cash and cash equivalents	**11**	1,547	26,374
(v) Other financial assets	**12**	12	63
(c) Current tax assets	**13**	166	142
(d) Other current assets	**14**	170,874	200,945
Total of Current Assets		**696,765**	**578,079**
TOTAL ASSETS		**721,027**	**601,035**
II. EQUITY & LIABILITIES			
Equity			
(a) Share capital	**15**	599,393	599,393
(b) Other equity		(17,542)	(5,210)
Total equity		**581,851**	**594,182**

Liabilities			
Non- Current liabilities			
(a) Financial liabilities			
(i) Borrowings	**16**	1,900	1,900
(ii) Trade payables			
Total outstanding due of			
(A) Micro enterprises and small enterprises			
(B) Creditors other than micro enterprises and small enterprises			
(iii) Other financial liabilities			
(b) Other Non-current Liabilities			
		1,900	**1,900**
Current liabilities			
(a) Financial liabilities			
(i) Trade payables			-
Total outstanding due of			
(A) Micro enterprises and small enterprises	**17**	136,679	4,550
(B) Creditors other than micro enterprises and small enterprises			-
(ii) Other finanacial liabilites	**18**	-	
(b) Provisions			
(c) Other current liabilites	**19**	594	399
(d) Current tax liability (net)	**20**	4	4
Total Current liabilities		**137,277**	**4,953**
TOTAL EQUITY AND LIABILITIES		**721,027**	**601,035**

Significant accounting policies **1-3**
Notes to accounts **4-41**

The accompanying notes form an integral part of the audited financial statements.
As per our report of even date.

For Bihari Shah and Co.
Chartered Accountants

CA Kunal T. Sanghavi
(Partner)
Membership No.173487
F.R.N. No. 119020W

Place:- Ahmedabad
Date:- 8th Septmber 2026
UDIN:- 26173487TKSLJU2139

For SRU Steels Limited

Sd/-
(Akhil Arora)
Managing Director & CFO
DIN: 11329665

Sd/-
(Anand Singh)
Director
DIN: 11329642

Ayushi Chandel
Company Secretary
Membership No. A70217

SRU STEELS LIMITED

CIN : L01111DL1995PLC107286

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

	Particulars	Notes	Year ended March 31,2026 ₹ '000'	Year ended March 31,2025 ₹ '000'
	Income			
I	Revenue from operations	**21**	304,046	253,437
II	Other Income	**22**	2,124	2,642
III	**Total Income**		**306,170**	**256,079**
	Expenses			
	(a) Cost of materials consumed			
	(b) Purchases of Stock in Trade	**23**	357,216	318,337
	(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	**24**	(48,553)	(70,257)
	(d) Employee benefits expenses	**25**	1,626	1,573
	(e) Finance costs	**26**	1	3
	(f) Depreciation and amortisation	**27**	628	570
	(g) Other expenses	**28**	2,462	10,444
IV	**Total expenses**		**313,379**	**260,670**
V	**Profit before exceptional items and tax (III-IV)**		**(7,210)**	**(4,590)**
VI	Exceptional Iterms		-	-
VII	**Profit before tax (V-VI)**		**(7,210)**	**(4,590)**
	Tax expense			
	(a) Current tax		17	-
	(b) Adjustment of tax relating to earlier periods		-	-
	(c) Deferred tax charg		(32)	(2)
VIII	**Total tax expense**			
IX	**Net Profit for the year(VII-VIII)**		**(7,194)**	**(4,588)**
	Other Comprehensive Income			
	Items that will not be reclassified to profit or loss			
	(a) Changes in fair value of equity instruments through other comprehensive income		**(5,137)**	**(12,357)**
	(b) Income tax effect on (a) above		-	-
	Income tax benefit			
X	**Other Comprehensive Income**		**(5,137)**	**(12,357)**
XI	**Total Comprehensive income for the year, net of tax (IX+X)**		**(12,332)**	**(16,945)**

XII Earning per equity shares	**31**		
Basic		(0.12)	(0.08)
Diluted		(0.12)	(0.08)
Significant accounting policies	**1-3**		
Notes to accounts	**4-41**		

The accompanying notes form an integral part of the audited financial statements.
As per our report of even date.

For Bihari Shah and Co.
Chartered Accountants

CA Kunal T. Sanghavi
(Partner)
Membership No.173487
F.R.N. No. 119020W

For SRU Steels Limited

Sd/-
(Akhil Arora)
Managing Director & CFO
DIN: 11329665

Sd/-
(Anand Singh)
Director
DIN: 11329642

Place:- Ahmedabad
Date:- 8th Septmber 2026
UDIN:- 26173487TKSLJU2139

Ayushi Chandel
Company Secretary
Membership No. A70217

SRU STEELS LIMITED

CIN : L01111DL1995PLC107286

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

	PARTICULARS	For the Year Ended 31st March, 2026 ₹ '000'		For the Year Ended 31st March, 2025 ₹ '000'	
A.	**Cash Flow from Operating Activities**				
	a) Net Profit before tax and extraordinary Items	(12,332)		(16,945)	
	Depreciation	628		570	
	Profit on Sale of Fixed assets			-	
	Provision for Tax	(32)		(2)	
	Interest Income	-		-	
	b) Operating profit before working capital Changes	(11,736)		(16,377)	
	Adjustment for:				
	Changes in Current Assets				
	Decrease / (Increase) in Inventory	(48,553)		(70,257)	
	Decrease / (Increase) in Trade Receivables	(106,439)		(64,900)	
	Decrease / (Increase) in Other bank balances	-		-	
	Decrease / (Increase) in loans and other financial assets	(27,407)		(33,684)	
	Decrease / (Increase) in Current tax assets	(24)		798	
	Decrease / (Increase) in Other current assets	30,071		(201,071)	
	Changes in Current Liabilities				
	(Decrease) / Increase in Trade Payables	132,129		4,550	
	(Decrease) / Increase in Other Current Liabilities	195		(6,427)	
	(Decrease) / Increase in Other Financial Liabilities				
	(Decrease) / Increase in Provisions	-		4	
	Cash Generated from Operation	(31,763)		(387,365)	

	Less: Income Tax Paid			-	
	Net cash generated from operations :	(31,763)	(31,763)	(387,365)	(387,365)
B	**Cash Flow from Investing Activities**				
	Purchase of fixed assets (Net)	(1,902)		(19,628)	
	Sale of fixed assets(Net)	-		-	
	Interest Income	-		-	
	Investment in Shares (Net)	8,838		(42,236)	
	Net cash from Investing Activities		6,936		(61,865)
C	**Cash Flow from Financial Activities**				
	Proceeds from issue of shares			474,975	
	Borrowings	-		-	
			-		474,975
D	**Net Increase/(decrease) in Cash and Cash equivalent**		**(24,827)**		**25,745**
	Cash & Cash equivalent at beginning of the year		**26,374**		**630**
	Cash & Cash equivalent at end of the year (Cash and cash equivalent represents cash and bank balance)		**1,547**		**26,374**

The accompanying notes form an integral part of the audited financial statements.
As per our report of even date.

For Bihari Shah and Co.
Chartered Accountants

CA Kunal T. Sanghavi
(Partner)
Membership No.173487
F.R.N. No. 119020W

Place:- Ahmedabad
Date:- 8th Septmber 2026
UDIN:- 26173487TKSLJU2139

For SRU Steels Limited

Sd/-
(Akhil Arora)
Managing Director & CFO
DIN: 11329665

Sd/-
(Anand Singh)
Director
DIN: 11329642

Ayushi Chandel
Company Secretary
Membership No. A70217

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity Share Capital **Amount in Rs.000**

	Number of shares	Rs.
Balance as at April 1, 2024	**11,987,850**	**119,878,500**
Changes in equity share capital during the year	47,951,400	**479,514,000**
Balance as at March 31, 2025	**59,939,250**	**599,392,500**
Changes in equity share capital during the year	-	-
Balance as at March 31, 2026	**59,939,250**	**599,392,500**

B. Other Equity

	Reserve and surplus			
	Capital reserve Rs.	**Security premium Rs.**	**General reserve Rs.**	**Total Rs.**
Balance as at April 1, 2024	**6,156**	**-**	**10,119**	**16,274**
Reserve Capitalized	**-**	-	-	-
Cost of Equity			(4,539)	(4,539)
Adjustment for provision for tax last year			-	-
Profit for the year	-	-	(16,945)	(16,945)
Balance as at March 31, 2025	**6,156**	-	**(11,366)**	**(5,210)**
Reserve Capitalized	**-**	-		-
Cost of Equity			-	-
Dividend Declered	**-**	**-**	-	-
Profit for the year	-	-	(12,332)	(12,332)
Balance as at March 31, 2026	**6,156**	**-**	**(23,697)**	**(17,542)**

For Bihari Shah and Co.
Chartered Accountants

For SRU Steels Limited

CA Kunal T. Sanghavi
(Partner)
Membership No.173487
F.R.N. No. 119020W

Sd/-
(Akhil Arora)
Managing Director & CFO
DIN: 11329665

Sd/-
(Anand Singh)
Chairman
DIN: 11329642

Place:- Ahmedabad
Date:- 8th Septmber 2026
UDIN:- 26173487TKSLJU2139

Ayushi Chandel
Company Secretary
Membership No. A70217

1 CORPORATE INFORMATION

SRU Steels Limited, was incorporated on 11th, Sep, 1995 as Limited Company under the provisions of Companies Act, 1956, vide Company Identification Number L17300DL1995PLC107286. The equity shares of the Company are listed on Bombay Stock Exchange. The Registered Office of the Company is situated at Delhi. The main objective of the Company's Trading of staineless steels.

The financial statements for the year ended March 31, 2026 were approved by the Board of Directors and authorised for issue on September 8th, 2026.

2 BASIS OF PREPARATION AND PRESENTATION

2.1 STATEMENT OF COMPLIANCE

The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), Including the rules notified under the relevent provisions of the companies Act, 2013, (as amended from time to time) and Presentation and disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III) as amended from time to time.

The Company's Financial Statements are presented in India Rupees, which is also its functional currency and all values are rounded to the nearest Thousand (Rs. 000) except when otherwise indicated.

2.2 ACCOUNTING CONVENTIONS

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

2.3 OPERATING CYCLE

Based on the nature of products/ activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

3 SIGNIFICANT ACCOUNTING POLICIES

3.1 USE OF ESTIMATES

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

3.2 PROPERTY PLANT & EQUIPMENT

a) Property, plant and equipment are stated at cost net of taxes less accumulated depreciation and/or impairment loss; if any. All costs such as freight, non recoverable duties & taxes and other incidental expenses until the property, plant and equipment are ready for use, as intended by the management and borrowing cost attributable to the qualifing property, plant and equipments are capitalized. Assets costing less than Rs.5,000/- are fully depreciated in the year of purchase in merging unit.

b) Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

c) Capital work in progress represents expenditure incurred in respect of capital projects which are carried at cost. Cost includes land, related acquisition expenses, development and construction costs, borrowing costs and other direct expenditure.

d) The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

e) Depreciation on property, plant and equipment is charged in accordance with estimate of useful life of the assets on written down value method, at rates specified in Schedule II to the Companies Act, 2013.

f) In respect of assets added/disposed off during the year, depreciation is charged on pro-rata basis with reference to the month of addition/disposal.

g) Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

3.3 FINANCIAL INSTRUMENTS

Initial recognition

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Subsequent measurement

Financial assets carried at amortised cost

A financial asset is subsequently 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.

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 in accordance with Ind AS 109 "Financial Instruments" issued by the Ministry of Corporate Affairs, Government of India. 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.

3.4 IMPAIRMENT

Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.

Non-financial assets

Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss, if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

3.5 PROVISIONS

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contingent liabilities are not recognised but are disclosed by way of notes to the financial statements, after careful evaluation by the management of the facts and legal aspects of each matter involved. Contingent assets are neither recognised nor disclosed in the financial statements.
Contingent liabilities are assessed continually to determine whether an outflow of resources embodying the economic benefit has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as contingent liability, a provision is recognised in the financial statements of the period in which the change in probability occurs.

3.6 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 to the extent they relate to the period till such assets are ready to be put to use, while other borrowing costs are recognized as expenses in the year in which they are incurred. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

3.7 INVENTORIES

Inventories other than scrap and goods in transit have been valued at lower of cost and net realisable value. The cost is ascertained as below:-

i) Finished goods are valued at lower of cost or net realizable value on first in first out (FIFO) basis.
ii) Scrap is valued at the net realisable value.

Where, net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

3.8 EMPLOYEE BENEFITS

(i). Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange of services rendered by employees is recognised during the period when the employee renders the services. These benefits include salaries, bonus and performance incentives.

3.9 FOREIGN CURRENCY TRANSACTIONS

In preparing the financial statements of the Company, transactions in currencies other than the company's functional currency i.e. 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 that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in the statement of profit or loss in the period in which they arise.

Foreign currency derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

3.10 TAXATION

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

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred 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. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

3.11 REVENUE RECOGNITION

a) Sales are recognised on dispatch of goods.
b) Interest income is recognized using effective interest method.
c) Commision are Recognised on dispatch of goods.

3.12 OPERATING SEGMENT

Operating segments are reported in the manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The Managing Director of SRU Steel Limited has been identified as CODM and he is responsible for allocating the resources, assess the financial performance and position of the Company and makes strategic decisions.

The Company has identified one reportable segment "Trading of stainless steels" based on the information reviewed by the CODM. Refer note 38 for the Segment information presented.

3.13 CASH FLOW STATEMENT

The Cash Flow Statement is prepared by the indirect method set out in Indian Accounting Standard-7 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company. The Company considers all highly liquid financial instruments,which are readily convertible into cash, to be cash equivalents.

3.14 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

3.15 FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measuredat fair value. Transaction costs that are directly attributableto the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

3.16 FINANCIAL ASSETS

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

4 Property, plant and equipment

	Buildings	Furniture & fixtures	Vehicles	Computers	Plant & Machinery	Office equipments	Intangible Assets	Total
	₹ '000'	₹ '000'	₹ '000'	₹ '000'	₹ '000'	₹ '000'	₹ '000'	₹ '000'
Cost								
As at April 1, 2024	3,584	3,890	294	400	0	527	0	**8,695**
-Additions	0	323	0	109	57	0	95	**584**
-Disposals	0	0	0	0	0	0	0	**0**
As at March 31, 2025	**3,584**	**4,213**	**294**	**509**	**57**	**527**	**95**	9,279
-Additions		0	0	0	0	0	0	**0**
-Disposals	0	0	0	0	0	0	0	**0**
As at March 31, 2026	**3,584**	**4,213**	**294**	**509**	**57**	**527**	**95**	9,279
Depreciation								
As at April 1, 2024	1,446	2,835	248	378	0	401	0	**5,309**
Depreciation charge during the year	203	285	11	13	1	51	5	**570**
Written back	0	0	0	0	0	0	0	**0**
As at March 31, 2025	**1,649**	**3,121**	**259**	**391**	**1**	**452**	**5**	5,878
Depreciation charge during the year	184	284	9	74	10	32	35	**628**
Written back	0	0	0	0	0	0	0	**0**
As at March 31, 2026	**1,833**	**3,404**	**268**	**466**	**11**	**484**	**40**	6,507
Net Book Value								
As at March 31, 2026	1,751	809	26	44	46	43	55	**2,773**
As at March 31, 2025	1,935	1,092	35	118	56	75	90	**3,401**
As at April 1, 2024	2,138	1,054	46	22	0	126	0	**3,387**

4A Capital Work-in-Progress (WIP) Ageing Schedule

As at 31st March,2026

Particulars	Amount in CWIP for the period of				Total
	<1 year	1-2 years	2-3 years	> 3 years	
Factory Building-Shapar	1,902	19,044			20,946
Total	**1,902**	**19,044**			**20,946**

As at 31st March,2025

Particulars	Amount in CWIP for the period of				Total
	<1 year	1-2 years	2-3 years	> 3 years	
Factory Building-Shapar	19,044				19,044
Total	**19,044**				**19,044**

5 Investments

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Non-current Investments			
Investments in Other Companies (Investments at Fair Value through Other Comprehensive Income)			
Others		-	-
	(a)	-	-
Current Investments			
Investment in fully Paid Unquoted Equity Instruments			
Kunj Forgings Private Limited (58,980 Equity shares, face value of Rs. 10 each)		11,800	
Investments in Other Companies (Investments at Fair Value through Other Comprehensive Income)			
Fully Paid Quoted Equity Instruments			-
AVSL Industries Limited (6,000 Equity shares, face value of Rs. 10 each)		718	948
Padam cotton Limited (1,02,85,700 Equity shares, face value of Rs. 1 each)		20,880	
Capital Trade Links Limited (1,39,950 Equity shares, face value of Rs. 1 each)		-	6,095
Sylph Technologies Limited (3,27,612 Equity shares, face value of Rs. 1 each)		-	324
Rajeshwari Cans Limited (1,24,800 Equity shares, face value of Rs. 10 each)		-	34,869
	(b)	**33,398**	**42,236**
	(a+b)	**33,398**	**42,236**

6 Loans

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Non-current			
Unsecured, considered good			
Loans			
Others		-	-
	(a)	-	-
Current			
Unsecured, considered good			
Loans			
Others		193,403	165,944
	(b)	**193,403**	**165,944**
	(a+b)	**193,403**	**165,944**

7 Other financial asset

Non-current		
Unsecured, considered good		
Security deposit	-	-
Deferred security	-	-
	-	-
Current		
Unsecured, considered good		
Security deposit	-	-
Deferred security		
	-	-
	-	-

8 Deferred tax assets

PARTICULARS	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Deferred tax assets on		
Property, plant and equipments & intangible assets	511	479
Accrued expenses deductible on payment	32	32
Deferred tax assets(net)	**543**	**511**

Movement of Deferred tax (assets)/ liabilities

		For the year ended March 31, 2026		
	Opening Balance	**Recognised in the Statement of Profit and Loss**	**Recognised in OCI**	**Closing Balance**
Deferred tax assets on				
Property, plant and equipments & intangible assets	479	(32)	-	511
Accrued expenses deductible on payment	32	-	-	32
Deferred tax assets(net)	**511**	**(32)**	**-**	**543**

		For the year ended March 31, 2025		
	Opening Balance	Recognised in the Statement of Profit and Loss	Recognised in OCI	Closing Balance
Deferred tax assets on				
Property, plant and equipments & intangible assets	477	(2)	-	479
Accrued expenses deductible on payment	32	-	-	32
Deferred tax assets(net)	**509**	**(2)**	**-**	**511**

SRU STEELS LIMITED
Notes forming part of financial statements

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
9	**Inventories**		
	Stock in Trade	118,810	70,257
		118,810	**70,257**
10	**Trade receivables**		
	Unsecured, considered good	178,556	72,116
		178,556	**72,116**

Trade Receivables Ageing (As at 31st March 2026)

Particulers	Outstanding for following period from due date of Payment					
	Less Than 6 months	6 Months - 1 Year	1-2 Years	2-3 Years	More the 3 Years	Total
(i) Undisputed Trade Receivables- Considered Goods	25,230	150,189	3,137			**178,556**
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Total	**25,230**	**150,189**	**3,137**	**-**	**-**	**178,556**

Trade Receivables Ageing (As at 31st March 2025)

Particulers	Outstanding for following period from due date of Payment					
	Less Than 6 months	6 Months - 1 Year	1-2 Years	2-3 Years	More the 3 Years	Total
(i) Undisputed Trade Receivables- Considered Goods	74,331	-	(3,403)	1,189	-	**72,116**
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Total	**74,331**	**-**	**(3,403)**	**1,189**	**-**	**72,116**

In the opinion of the Board, trade receivables, if realised, have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated

SRU STEELS LIMITED
Notes forming part of financial statements

		March 31, 2026	March 31, 2025
11	**Cash and cash equivalents**		
	Cash in hand	255	255
	Balance with Banks		
	On current accounts	1,293	26,120
		1,547	**26,374**
12	**Other financial assets**		
	Unsecured, considered good		
	Interest Receivable	-	-

Others	12	63
	12	**63**

13 Current tax asset

TDS (Including Income Tax Refund due)	166	142
	166	**142**

14 Other Current Assets

Unsecured, considered good		
Input receivable from Government authorities	25,971	13,191
Prepaid expenses	0	0
Advances to Suppliers	144,806	187,583
Others	96	171
	170,874	**200,945**

15 Share capital

Authorised		
6,25,00,000 (6,25,00,000) equity shares of ₹ 10 (₹ 10) each	625,000	625,000
Issued, subscribed and paid up capital		
5,99,39,250 (5,99,39,250) equity shares of ₹ 10 (₹ 10) each fully paid up	599,393	599,393

Notes:

a) Right, preference and restrictions attached to shares;

The Company has equity shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders'

b) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Nos.	Amount	Nos.	Amount
Number of shares at the beginning	59,939,250	599,392,500	11,987,850	119,878,500
Issued during the year	-	-	47,951,400	479,514,000
Number of shares at the end	59,939,250	599,392,500	59,939,250	599,392,500

c) Particulars of shareholders holding more than 5% of equity shares as on March 31, 2026 and March 31, 2025 is as follows:

Name of shareholder	As at March 31, 2026		As at March 31, 2025	
	% Holding	Shares	% Holding	Shares

d) **Shareholding of Promoter as on 31.03.2026**

Promoter Name	Class of Share	% of Total Shares	Number of Shares	% Change During the Year 2026
				-
		0.00%	-	-

Shareholding of Promoter as on 31.03.2025

Promoter Name	Class of Share	% of Total Shares	Number of Shares	% Change During the Year
				- -
		0.00%	-	-

SRU STEELS LIMITED
Notes forming part of financial statements

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
16	**Borrowings**		
	Non -Current Liabilities		
	Other Loan	1,900	1,900
		1,900	**1,900**
17	**Trade Payables**		
	Dues of micro, small and medium enterprises	136,679	4,550
	Dues to other than micro, small and medium enterprises	-	-
		136,679	**4,550**

Note:

The Company has not received any information from suppliers regarding their status under the Micro, Small and Medium Enterpeises Development Act, 2006 and hence disclosure if any relating to the amount unpaid at the end of the year together with interest paid/payable as reqired under the Act have not been furnished.

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
18	**Other financial liabilities**		
	Bank overdraft	-	-
	Other Loan	-	
	Bank Interest Payable	-	-
		-	-
19	**Other current liabilities**		
	Statutory dues		
	Other current liabilities	10	399
	Advances from customers	584	
		594	399
20	**Current tax liability**		
	Income tax	4	4
		4	**4**
21	**Revenue from operations**		
	Sale of products	304,046	253,437
		304,046	**253,437**
22	**Other Income**		
	Interest receipts on		
	Loan and Advances		
	Loading and Freight		
	Amounts written back		
	Other Income	2,124	2,642
		2,124	**2,642**
23	**Purchase of material**		
	Purchase of Stock in Trade	357,216	318,337
		357,216	**318,337**
24	**Change in inventory**		
	Opening stock -in- traded	70,257	0
	Closing stock-in-traded	118,810	70,257
		(48,553)	**(70,257)**
25	**Employees benefit expenses**		
	Salary and wages	1,031	753
	Bonus		0
	Director Remuneration	595	820
		1,626	**1,573**

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
26	**Finance costs**		
	Bank charges	1	3
	Bank Interest	-	-
	Other Processing Fees	-	-
	Unwinding of discount on security deposit	-	-
		1	**3**
27	**Depreciation and amortisation**		
	Depreciation and amortisation expenses	**628**	**570**
28	**Other expenses**		
	Freight Paid	-	3,131
	Rent	645	686
	Travelling		
	Domestic		-
	Foreign		
	Legal and professional	76	3,204
	Office expenses	10	-
	Listing fees	430	1,637
	Depository Charges	-	259
	Discount	358	
	Vehicle running		-
	Electricity charges	4	109
	Postage & Stamps		-
	Telephone		-
	Auditor's Remuneration		
	- As audit fees	150	150
	Municipal taxes		-
	Insurance charges		-
	Investment Expense	367	
	Repair & maintanance		-
	Commission Expense	-	75
	Job Work Charges	66	373
	Others Expenses	273	820
	Business Promotion Exp.	82	-
		2,462	**10,444**
29	**Contigent Liabilities**		
	(to the extent not provided for)		
	a) Claims against the Company not acknowledged as debts	-	-
	b) Income tax demands disputed in appellate proceedings	117,935	117,935

In the opinion of the Management, no provision is required in respect of disputes mentioned above on the ground that there are reasonable chances of successful outcome of appeal.

30	Capital and other commitments		
	Estimated amount of contracts remaining to be executed on capital account and not provided for (net off advances)	-	-

31 Earnings Per Share (EPS)

EPS is calculated by dividing the profit attributable to the equity shareholders by the weighted average of the number of equity shares outstanding during the year. Numbers used for calculating basic and diluted earnings per equity share are as stated below:

		March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
i)	Net profit available for equity shareholders	(7,194)	(4,588)
ii)	Weighted average number of equity shares outstanding for calculation of		
	- Basic EPS	59,939,250	59,939,250
	- Diluted EPS	59,939,250	59,939,250
iii)	Nominal value of per equity share (₹)	10	10
iv)	Earning per share (i)/(ii)		
	- Basic EPS (₹)	(0.12)	(0.08)
	- Diluted EPS (₹)	(0.12)	(0.08)

32 In the opinion of the Board, all assets other than fixed assets and non current investments, have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

33

Balances grouped under trade receivables, trade payables and loans and advances recoverable in cash or in kind are subject to confirmation from subjective parties.

34 Managerial Remuneration

Particulars	Nature	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
For Director Remuneration	Salary	595	820
		595	820

35 Operating Segment

An operating segment is one whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance. The Company has identified the chief operating decision maker as its Managing Director. The Chief Operating Decision Maker reviews performance of trading of steel business on an overall business.

As the Company has a single reportable segment, the segment wise disclosure requirements of Ind AS 108 on 'Operating Segment' is not applicable. In compliance to the said standard, entity-wise disclosures are as under:

a) **Revenues from external customers attributed to the country of domicile and attributed to all foreign countries from which the company derives revenues**

Particulars	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Revenue from the Country of domicile; India	306,170	256,079
Revenue from foreign countries	-	-
Total		

b) **Details of non current asset**

Particulars	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Non-current asset from the Country of Domicile; India	24,262	22,956
Non-current asset from foreign countries	-	-
Total		

36 Related Party Disclosures:

Pursuant to Ind AS-24 "Related Party Disclosures", following parties are to be treated as related parties:

(a) Name of related parties and description of relationship

Key management personnel	
*Mr. Akhil Arora	Executive Managing Director and CFO
*Mr. Anand Singh	Non-Executive - Non Independent Director
* Ms. Meenu Jain	Non-Executive - Independent Director
*Mr. Naveen Sharma	Non-Executive - Independent Director
Ayushi Chandel	Company Secretary

Enterprises over which Key Management Personnel exercise significant influence

Note: Related parties relationship is as identified by the Company and relied upon by the Auditors

*Mr. Meet Harshadbhai Govani resigned from the position of Executive Managing Director w.e.f. 19-04-2025

*Naveen Sharma was appointed as Non-Executive Independent Director on 13-10-2025.

*Akhil Arora was appointed as CFO and Managing Director on 29-10-2025.

*Anand Singh was appointed as Non-Executive Non-Independent Director on 29-10-2025.

*Mr. Ravi Maheshkumar Sinojiya was appointed as Non-Executive Non-Independent Director on 10-12-2024 and Resigned with effect from 19-04-2025

*Mr. Dharmik Atulbhai Rojasara and Mr. Himanshu Rajeshkumar Vyas were appointed as Additional Non-Executive Independent Directors on 18-12-2024.

*Ms. Kairavi Lalitbhai Vadodariya was appointed as Additional Non-Executive Non-Independent Director on 18-12-2024.

*Mr. Manish Manojbhai Rathod was appointed as Additional Non-Executive Non-Independent Director on 31-03-2025.

*Mr. Vijay Sureshbhai Makvana was appointed as Additional Executive Director on 31-03-2025.

*Meenu Jain was appointed as Non-Executive Independent Director on 13-10-2025.

b) Transactions with related parties during the year (excluding reimbursements)

Nature of transaction	Related Party	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Director Remuneration	Director		
Director Remuneration	Dharmink Rojasara	**-**	**200**
Director Remuneration	Mayant Bhandari	**-**	**150**
Director Remuneration	Vishal Mehra	**-**	**470**
Salary	Ayushi Chandel (C.S.)	**160**	**180**

c) **Amount outstanding as at the end of the year**

Account head	Related Party	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Director Remuneration	Director	**-**	**380**
Other financial liability	Ayushi Chandel (C.S.)	**25**	**30**

37 Financial Instruments

Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

Particulars	March 31, 2026 ₹ '000'	March 31, 2025 ₹ '000'
Trade paybles (Note 16)	136,678.98	4,550.35
Other payables (current and non-current)	138,582.60	6,453.97
Less: Cash and cash equivalents (Note 11)	(1,547.31)	(26,374.36)
Net debt	**273,714.27**	**(15,370.04)**
Equity share capital	599,392.50	599,392.50
Other equity	(17,541.90)	(5,210.28)
Total capital	**581,850.60**	**594,182.22**
Capital and net debts	**855,564.87**	**578,812.18**
Gearing ratio (Net debt/Capital and Net debt)	31.99%	-2.66%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

Categories of financial instruments	March 31, 2026	March 31, 2025
Financial assets	₹ '000'	₹ '000'
Financial assets at amortised cost		
Non-current		
Loans	-	-
Security deposit	-	-
	-	-
Current		
(i) Investments	33,398.17	42,236.28
(ii) Loans	193,402.62	165,944.04
(iii) Trade Receivables	178,556	72,116
Cash and cash equivalents	1,547	26,374
Other financial assets	12	63
	406,916	**306,734**
Financial liability		
Financial liability at amortised cost		
Non-current		
Borrowings	1,900	1,900
	1,900	**1,900**
Current		
(i) Trade payables		-
small enterprises	136,679	4,550
	136,679	**4,550**

Fair value measurements

The Company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation techniques:

The following is the basis of categorising the financial instruments measured at fair value into Level 1 to Level 3: Level 1: This level includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2: This level includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). Level 3: This level includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.
Trade receivables, cash & cash equivalents, other bank balances, loans, other current financial assets, trade payables and other current financial liabilities: Approximate their carrying amounts largely due to short-term maturities of these instruments.

Management uses its best judgment in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of all the amounts that the Company could have realized or paid in sale transactions as of respective dates. As such, the fair value of the financial instruments subsequent to the respective reporting dates may be different from the amounts reported at each year end.

38 Financial risk management objectives
The Company’s principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance and support Company's operations. The Company’s principal financial assets include inventory, trade and other receivables, cash and cash equivalents and land advances that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company’s senior management oversees the management of these risks. The Company’s senior management provides assurance that the Company’s financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company’s policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

a) 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 market prices. Market risk comprises two types of risk: interest rate risk and other price risk, such as equity price risk and commodity/ realestate risk. Financial instruments affected by market risk include loans and borrowings.

b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including refundable joint development deposits, security deposits, loans to employees and other financial instruments.

i) Trade receivables
Receivables resulting from sale of properties: Customer credit risk is managed by requiring customers to pay advances before transfer of ownership, therefore, substantially eliminating the Company’s credit risk in this respect.

Receivables resulting from other than sale of properties: Credit risk is managed by each business unit subject to the Company’s established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored. The impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogeneous groups and assessed for impairment collectively.

ii) Financial Instrument and cash deposits
Credit risk from balances with banks and financial institutions is managed by the Company’s treasury department in accordance with the Company’s policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company’s Board of Directors on an annual basis, and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty’s potential failure to make payments. The Company’s maximum exposure to credit risk for the components of the statement of financial position at 31 March 2019 and 2018 is the carrying amounts.

c) Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank deposits and loans.

38 Ratio Analysis

Sr. No.	Particulars	Formula	2025-26	2024-25	% Changes
1	Current Ratio	Current Assests / Current Liablity	5.08	116.72	-95.65%
2	Debit-Equity Ratio	Total Debt / Total Liability	NA	NA	NA
3	Debt Service Coverage Ratio	EBIT / Installament Repayment	NA	NA	NA
4	Return on Equity Ratio	PAT / Average Net Worth	-1.24%	2.40%	-151.52%
5	Inventory Turnover Ratio	COGS / Average Stock	7.06	7.98	-11.50%
6	Trade Receivables Turnovers Ratio	Sales / Average Trade Receivable	6.39	16.69	-61.71%
7	Trade Payable Turnovers Ratio	Purchase / Average Trade Payable	5.06	0.71%	71148.75%
8	Net Capital Turnovers Ratio	Sales / Working Capital	54.34%	44.22%	22.89%
9	Net Profit Margin	PAT / Sales	-2.37%	-1.81%	30.70%
10	Return on Capital Employed	PAT / Average Capital Employed	-1.22%	-1.25%	-2.43%
11	Return on Investment	Other Income / Average Marketable security	NA	NA	NA

a) Current Ratio – The increase is primarily attributable to a significant increase in current assets during the year.

b) Return on Equity Ratio – The decline is primarily attributable to the net loss reported during the year, resulting in negative returns on shareholders' funds.
c) Inventory Turnover Ratio – The marginal decline is attributable to comparatively slower movement of inventories.

d) Trade Receivables Turnover Ratio – The decline is primarily attributable to extension of credit period and slower realisation of trade receivables.

e) Trade Payable Turnover Ratio – The reduction is attributable to relatively delayed settlement of trade payables as compared to the previous year.
f) Net Capital Turnover Ratio – The significant improvement is attributable to efficient utilisation of working capital resources.
g) Net Profit Margin – The deterioration is attributable to the net loss incurred during the year under review.
h) Return on Capital Employed – The decline is attributable to inadequate profitability leading to negative return on capital employed.

39 The Company's equity shares were listed on Delhi Stock Exchange Ltd. (primary stock exchange), Ahmedabad Stock Exhange Ltd. and Ludhiana Stock Exchange Ltd. The Securities Exchange Board of India (SEBI) had withdrawn recognition of Delhi Stock Exchange Ltd., Ahmedabad Stock Exhange Ltd. and Ludhiana Stock Exchange Ltd. The Company has made an application with Bombay Stock Exchange Ltd. and the shares were admitted for trading on Bombay Stock Exchange Limited on 2nd of Feb 2018.

40 Figures have been rounded off to the nearest thousand.

41 Figures in brackets pertain to previous year, unless otherwise indicated.

For Bihari Shah and Co.
Chartered Accountants

CA Kunal T. Sanghavi
(Partner)
Membership No.173487
F.R.N. No. 119020W

Place:- Ahmedabad
Date:- 8th Septmber 2026
UDIN:- 26173487TKSLJU2139

For SRU Steels Limited

Sd/-
(Akhil Arora)
Managing Director & CFO
DIN: 11329665

Sd/-
(Anand Singh)
Director
DIN: 11329642

Ayushi Chandel
Company Secretary
Membership No. A70217