

STURDY INDUSTRIES LIMITED

CIN: L25209HP1989PLC009557; Email Id: legalsturdy@gmail.com
Registered Office: Village Bhatoli Khurd, Baddi, Nalagarh, Solan, Himachal Pradesh-173205.

Date: 06.09.2022

To

General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai, Maharashtra-400001.

COMPANY CODE: 530611

Subject: Annual Report for the Financial Year 2021-2022.

Reference: Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Report of the company for the Financial Year 2021-2022.

You are requested to kindly take the same on your records.

Thanking you.

Yours Faithfully,

FOR STURDY INDUSTRIES LIMITED
For STURDY INDUSTRIES LTD.



Director

RAMESH KUMAR GUPTA
WHOLE TIME DIRECTOR AND COMPLIANCE OFFICER.

STURDY INDUSTRIES LIMITED

33RD ANNUAL REPORT

2021-2022



DRIP IRRIGATION



ALUMINIUM CONDUCTOR



STURDY INDUSTRIES LIMITED - AN OVERVIEW

<p><u>THE BOARD OF DIRECTORS</u></p> <p>Mr. Ramesh Gupta, Whole Time Director</p> <p>Mr. Ashok Kumar, Director</p> <p>Ms. Meenu, Director</p> <p>Mr. Shamsheer Kumar Sharma, Managing Director</p> <p>Mr. Amit Bhatti, Whole Time Director (upto 07.04.2021)</p> <p>Ms. Pushpa Devi, Independent Director</p> <p>Ms. Puja Independent Director</p>	<p><u>STATUTORY AUDITOR</u></p> <p>M/s. K Singh & Associates, Chartered Accountants Chandigarh. Firm Registration Number: 012458N</p> <p><u>CHIEF FINANCIAL OFFICER</u></p> <p>Mr. Amit Bhatti (upto 07.04.2021) Mr. Ashok Kumar (w.e.f. 07.04.2021)</p>
<p><u>COMPANY SECRETARY</u></p> <p>Mr. Gurwinder Singh (upto 28.05.2022)</p>	<p><u>SECRETARIAL AUDITORS</u></p> <p>M/s. M.R. Chechi & Associates; Company Secretaries, Chandigarh. CP Number: 2906</p>
<p><u>REGISTRAR AND TRANSFER AGENT</u></p> <p>Skyline Financial Service Private Limited D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020. Email Id: viren@skylinert.com Phone Number: 011-26812682.</p>	<p><u>BANKERS</u></p> <p>Punjab National Bank. Allahabad Bank/Indian Bank.</p>
<p><u>REGISTERED OFFICE</u></p> <p>Village Bhatoli Khurd, Baddi, Nalagarh, Solan, Himachal Pradesh-173205. Website: www.sturdyindustries.com</p>	<p><u>STOCK EXCHANGE</u></p> <p>Bombay Stock Exchange Limited.</p>
<p><u>EMAIL ID:</u> legalsturdy@gmail.com</p>	<p>Scrip Code: 530611 ISIN Equity Share: INE134F01026 ISIN Preference Shares: INE134F04012</p>

CONTENTS

1. Notice to Members	4-24
2. Board's Report and Annexure thereto	25-55
3. Corporate Governance Report along with Certificate	56-71
4. Management Discussion and Analysis	72-76
5. Auditor's Report	77-88
6. Balance Sheet	89-91
7. Statement to Profit and Loss Account	92-93
8. Cash Flow Statement	94-95
9. Notes to Financial Statement	96-121

NOTICE

Notice is hereby given that 33rd Annual General Meeting of the shareholders of the **Sturdy Industries Limited** (herein after the “Company”) will be held on **Friday, the 30th day of September, 2022 at 11:00 A.M.** IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Financial Statements of the company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and the Auditors thereon.
2. To re-appoint Mr. Ashok Kumar (DIN: 07374369), Director of the company who retires by rotation and being eligible, offers himself for the re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit to pass with or without modification(s), if any, the following resolution as a **Special Resolution**:

TO SHIFT THE REGISTERED OFFICE OF THE COMPANY.

“RESOLVED THAT subject to the provisions of Section 12 of the Companies Act, 2013 and Rules made there under the consent and approval of the members of the company be and is hereby accorded for shifting of the registered office of the company from “Village Bhatoli Khurd, Baddi, Nalagarh, Solan, Himachal Pradesh-173205” to “Plot Number 45, Sector 1, Parwanoo, Himachal Pradesh-173220.”

“RESOLVED FURTHER THAT any one of the Directors of the company be and is hereby authorized to file the necessary documents, forms and returns with the office of Registrar of Companies, Himachal Pradesh by affixing his Digital Signatures thereon and to do all such acts, deeds, matters and things as may be considered necessary and desirable for giving effect to the above resolution.”

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

TO APPROVE RECLASSIFICATION OF CERTAIN “PROMOTERS/PROMOTER GROUP” TO “PUBLIC” CATEGORY SHAREHOLDERS.

“RESOLVED THAT pursuant to the provisions of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to approval from the BSE Limited (“BSE”) (“Stock Exchange”) and such other approvals as may

be necessary, the consent and approval of the members of the company be and is hereby accorded for the reclassification of shareholders listed hereunder, from "Promoters/Promoter Group" category to "Public" category."

S. No.	Name of the Person	Number of Equity Shares held	% of Shareholding
1.	Alpine Capital Services Limited	52,83,100	3.49%
2.	Patriot Pipes Private Limited	19,97,000	1.32%
3.	Jagan Irrigation Systems Private Limited (Formerly known as Jagan Credir Pvt. Ltd)	23,06,800 5,59,000	1.53% 0.37%
4.	Saurabh Portfolios Private Limited (Formerly known as Saurav Phot Folio Pvt Ltd)	24,11,400 5,16,000	1.59% 0.34%
5.	Winfra Realtors Private Limited (Formerly known as Vats Plastic Pipes Private Limited and Vats Credit Pvt Ltd)	6,29,500 3,05,300	0.42% 0.20%
6.	Worth While Financial Services Private Limited	12,47,000	0.82%
7.	Jai Ambey Iron and Steels Limited	10,00,000	0.66%
8.	Shree Ambay Forging Private Limited	10,00,000	0.66%
9.	Jitendra Bhanot	4,300	0.00%
10.	Sahil Deepak Jain	3,89,150	0.26%
11.	Shivam Deepak Jain	3,89,150	0.26%
12.	Dinesh Kumar	4,300	0.00%

"RESOLVED FURTHER THAT the Board of Directors of the company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be required, to execute all documents as may be required and take all such steps and decisions to give full effect to the aforesaid resolutions."

- To consider and if thought fit to pass with or without modification(s), if any, the following resolution as a **Special Resolution**:

TO APPOINT MR. RAMESH KUMAR GUPTA AS A WHOLETIME DIRECTOR OF THE COMPANY AND FIX HIS REMUNERATION.

"RESOLVED THAT pursuant to the provisions of Sections 2(78), 2(94), 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment(s) thereof for the time being in force), Articles of Association of the company as amended from time to time, Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as recommended by the Nomination and Remuneration Committee and Board of Directors, the consent and approval of the members of the company be and is hereby accorded to appoint Mr. Ramesh Kumar Gupta (DIN: 00161363) as a Whole Time Director of

the company, for a period of three years with effect from 05th September, 2022 upto 04th September, 2025, whose office is liable to retire by rotation, at a monthly remuneration of upto Rs. 2,00,000/- on the terms and conditions as set out in explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors and Nomination and Remuneration Committee to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Ramesh Kumar Gupta (DIN: 00161363)."

"RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board
For STURDY INDUSTRIES LIMITED

Sd/-
RAMESH GUPTA
WHOLE TIME DIRECTOR (DIN: 00161363)
HOUSE NUMBER 11-12, SECTOR 1,
PARWANOO, HIMACHAL PRADESH- 173205.

PLACE: PARWANOO
DATE: 05/09/2022

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("the MCA") vide its General Circular Number 02/2022 dated May 05, 2022 permitted the companies to hold the Annual General Meeting ("AGM" or "meeting") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular Number 20/2020 dated May 05, 2020 read with General Circular Number 14/2020 dated April 08, 2020 and General Circular Number 17/2020 dated April 13, 2020 (collectively referred to as "the MCA Circulars"). In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and the MCA Circulars, AGM of the Company for Financial Year 2021-2022 is being held through VC / OAVM. Registered Office of the company shall be deemed to be the venue for AGM.
2. Members of the Company who are Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate Members intending to authorize their representatives to participate and vote through e-voting on their behalf at the meeting are requested to send a certified copy of the Board Resolution / authorization letter to the Company.
3. Since the AGM will be held through VC / OAVM in accordance with the MCA Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
4. The Register of Members and the Share Transfer books of the Company will remain closed from 23rd day of September, 2022 to 30th day of September, 2022 (both days inclusive).
5. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed hereto.
6. Since the AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members are requested to notify any change of email ID or address.
9. Trading in equity shares of the company is compulsorily in dematerialised mode by all the members. Also, as per provisions of the Listing Regulations, transfer of listed securities shall not be processed unless the securities are in dematerialised form. This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Members

holding shares in physical form are requested to convert their holding(s) to dematerialised form to eliminate all risks associated with physical shares.

10. With a view to conserve natural resources, we request the members to update and register their email addresses with their DPs or RTA, as the case may be, to enable the company to send communications including Annual Report, Notices, Circulars, etc. electronically.
11. Members holding shares in physical mode are requested to register their email IDs with the Registrar & Share Transfer Agents of the company and members holding shares in Demat mode are requested to register their email ID's with their respective DP, in case the same is still not registered. Members are also requested to notify any change in their email ID or address to the company and always quote their Folio Number or DP ID and Client ID Numbers in all correspondence with the company. Notice alongwith Demat form is also attached herewith.
12. Electronic copy of the Annual Report for 2021-2022 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2021-2022 is being sent in the permitted mode.
In case, any member wants to get a physical copy of the Annual Report, they may send their request to legalsturdy@gmail.com mentioning folio/DP ID and Client ID. Annual Reports is also available in the on the website of the company at <http://www.sturdyindustries.com/financial.php>.
13. Members may also note that the Notice of the 33rd Annual General Meeting and the Annual Report for 2021-2022 will also be available on the website of the Company at <http://www.sturdyindustries.com/> for their download. The physical copies of the foresaid documents will also be available at the company's Registered Office in Baddi for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any further communication or clarification, the shareholders may also write to the company's email id at legalsturdy@gmail.com
14. The details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting are furnished as under:

S. No.	Particulars	Name of the Director	
		Mr. Ramesh Kumar Gupta	Mr. Ashok Kumar
1.	Date of Birth	14/09/1961	27.06.1960
2.	Date of Appointment	27/07/1989	07.04.2021
3.	Qualifications	Graduate	Graduate
4.	List of other Indian Companies in which Directorship held.	Nil	1. Greenway Advisors Private Limited.
5.	Chairman/Member of the Committee of Board of other companies	Nil	Nil
6.	Equity Shares held in the company	6,727,501	Nil

15. In terms of the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and of the Listing Regulations, the company is pleased to provide e-voting facility as an alternate to all its Members to enable them to exercise their right to vote by electronic means. For this purpose, the company has entered into an agreement with Central Depository Services (India) Limited (“CDSL”) for providing e-voting facility to enable the shareholders to cast their votes electronically.
16. The resolutions shall be deemed to have been passed on the date of AGM, subject to the same being passed with requisite majority.
17. Members who would like to express their views / have questions may send their views / questions 7 days prior to meeting mentioning their name, demat account number / folio number, email id, mobile number at legalsturdy@gmail.com and register as a speaker. Only those members who have registered as a speaker will be allowed to express their views / ask questions during the meeting.
18. As per the provisions of Secretarial Standards for General Meeting it is clearly specified that a member cannot vote both by post and e-voting and if he/she votes both by post and e-voting, his vote by post shall be treated as invalid.

The process and manner for voting by electronic means and the time schedule including the time period during which the votes may be casted are as under:

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 Number 14/2020 dated April 8, 2020, Circular Number 17/2020 dated April 13, 2020 and Circular Number 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held 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 AGM/EGM 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 atleast 1000 members on first come first served basis. This will not include large shareholders (i.e. 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 Number 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 Number 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at <http://www.sturdyindustries.com/financial.php>. The Notice can also be accessed from the website of the Stock Exchange 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 Number 14/2020 dated April 8, 2020 and MCA Circular Number 17/2020 dated April 13, 2020 and MCA Circular Number 20/2020 dated May 05, 2020.
8. In continuation of Ministry's **General Circular Number 20/2020**, dated May 05, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2022 to conduct their AGMs on or before December 31, 2022, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular Number 20/2020 as per MCA Circular Number 02/2022 dated May, 05, 2022.

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

- (i) The voting period will start on Tuesday, 27th September, 2022 at 9:00 a.m. and ends on Thursday, 29th September, 2022 at 5:00 p.m., 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 Thursday, 22nd September, 2022, 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.

- (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 above said 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	<ol style="list-style-type: none"> 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 URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 and voting during the meeting. Additionally, there is also links provided to access the system of all e- Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-

	<p>Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile and Email Id as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in Demat mode with NSDL	<p>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.</p> <p>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</p> <p>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</p>

	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 and voting during the meeting.
Individual Shareholders (holding securities in Demat mode) login through their Depository Participants	You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 and 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 above mentioned 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 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free number 1800 1020 990 and 1800 22 44 30.

(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) <ul style="list-style-type: none"> 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. <ul style="list-style-type: none"> 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) Mr. Shubham, Company Secretary of M/s. SDK & Associates, Chandigarh, has been appointed as Scrutinizer, who in the opinion of the Board can scrutinize the e-voting process in fair and transparent manner.

(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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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 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. legalsturdy@gmail.com (designated email address by company), if they have voted from individual tab and 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 AND E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting and 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 7 days prior to meeting mentioning their name, Demat account number/folio number, email id, mobile number at legalsturdy@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, Demat account number/folio number, email id, mobile number at legalsturdy@gmail.com. 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 shall 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 Number, 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 and mobile number with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id and mobile number with your respective Depository Participant (DP) which is mandatory while e-Voting and joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM and e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.



All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Senior Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai, Maharashtra-400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

By order of the Board
For STURDY INDUSTRIES LIMITED

Sd/-

RAMESH KUMAR GUPTA

WHOLE TIME DIRECTOR (DIN: 00161363)

HOUSE NUMBER 11-12, SECTOR 1,

PARWANOO, HIMACHAL PRADESH- 173205.

PLACE: PARWANOO

DATE: 05/09/2022

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NUMBER 3

The members are informed that presently, the registered office of the company is situated at Village Bhatoli Khurd, Baddi, Nalagarh, Solan, Himachal Pradesh-173205. Whereas, the company intends to shift its registered office to Plot Number 45, Sector 1, Parwanoo, Himachal Pradesh-173220. Further the members are informed that it will be beneficial and economical for the company to maintain its registered office at company owned premises situated at Plot Number 45, Sector 1, Parwanoo, Himachal Pradesh-173220. Thus, the shifting of the registered office will be in the best interest of the company and its stakeholders. Whereas, as per the provisions of Section 12 of the Companies Act, 2013 and Rules made there under the shifting of the registered office of the company from "Village Bhatoli Khurd, Baddi, Nalagarh, Solan, Himachal Pradesh-173205" to "Plot Number 45, Sector 1, Parwanoo, Himachal Pradesh-173220" requires the approval of members of the company by way of Special Resolution. Therefore your Board recommends the passing of the said resolution as a **Special Resolution**.

None of the Directors is/are hereby interested directly or indirectly in the proposed resolutions except to the extent of their shareholding in the company.

ITEM NUMBER 4

The members are informed the company has received request from the twelve promoters/promoter group shareholders for reclassification into public category shareholders.

The said promoters/promoter group shareholders:

- (i) are neither involved in the management of the company nor are holding controlling stake in the company;
- (ii) do not hold more than ten percent of the total voting rights in the company;
- (iii) do not have any special rights through formal or informal arrangements with the company or promoters or any person in the promoter group;
- (iv) will not represent on the Board of Directors of the company either themselves or on behalf or through a nominee director; and
- (v) will not act as Key Managerial Person in the Company for a period of three years from the date of such re-classification.

The shareholders are further informed, that:

- i. the company is compliant with the requirement of minimum public shareholding as required under Regulation 38 of the Listing Regulations, 2015;
- ii. equity shares of the company were not suspended by the stock exchanges from trading;
- iii. the company does not have any outstanding dues to the Board, the Stock Exchanges or to the Depositories;

The Board of Directors at their meeting held on 29th August, 2022 accorded their approval to the said reclassification. Whereas, as per Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the consent of the shareholders by way of Ordinary Resolution is also required in order to make an application to the stock exchange(s) for the reclassification of shareholders. The promoters/promoter group seeking re-classification and persons related to the promoters seeking reclassification, shall not cast vote, to approve such reclassification.

Therefore, your Board recommends passing of resolution mentioned at item number 4 of the notice as an **Ordinary Resolution**.

None of the Directors is/are hereby interested directly or indirectly in the proposed resolutions except to the extent of their shareholding in the company.

ITEM NUMBER 5

The members are informed that Mr. Ramesh Kumar Gupta is a commerce graduate and well versed with the commercial operations and practices. He is one of the core promoters of the company. Mr. Ramesh Kumar Gupta has been looking after the corporate administration, image and brand building, financial administration and public relations. He has an extensive background and experience in Finance, Banking, International Business Relations and infrastructure

development related activities of the company. He has experience in the aforesaid fields for more than 23 years. He is widely travelled person.

Mr. Ramesh Kumar Gupta holds the office of Wholetime Director of the company upto 30th September, 2022. Whereas, on the recommendation of the Nomination and Remuneration Committee, the Board has decided to place the matter of re-appointment of Mr. Ramesh Kumar Gupta as a Wholetime Director of the company before the shareholders' for their approval, at a monthly remuneration of Rs. 2,00,000/- and other terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board. The Board considers that his association would be of immense benefit to the company as he can manage and control the affairs of the company efficiently.

Further the members are informed that as per the provisions of Section 197 of the Companies Act, 2013 read with Rules made thereunder and Schedule V of the Act the company shall pay remuneration exceeding ten per cent of the net profit calculated under Section 198 of the Act in a financial year to its managing director and whole-time director and manager taken together or in case of loss/inadequacy of profit, if it is approved by the members by way of Special Resolution.

Therefore, the Board recommends passing of resolution set forth in agenda number 5 of the notice by the members as a Special Resolution.

Information pursuant Listing Regulations and Secretarial Standard 2 issued by the Institute of Company Secretaries of India is provided as Annexure A respectively to this Notice.

Additional information as mandated under Schedule V of the Companies Act, 2013 for payment of remuneration in the event of inadequate profits/absence of profits for item number 5 is provided in Annexure B hereto.

Annexure A

Details of the Director seeking appointment/ re-appointment as required under SEBI (LODR) Regulations, 2015 and Secretarial Standards issued by Institute of Company Secretaries of India:

S. NO.	PARTICULARS	INFORMATION
1.	Type of event	Re-appointment of Mr. Ramesh Kumar Gupta as Whole Time Director of the company.
2.	Date of Birth	14/09/1961
3.	Date of appointment on the Board	27 th July, 1989.
4.	Date of appointment at current designation	01 st October, 2019

4.	Tenure of appointment	3 years
5.	DIN	00161363
6.	Nationality	Indian
7.	Category	Executive Director
8.	Qualification	Commerce Graduate.
9.	Brief Profile/ Expertise	He is one of the core promoters of the company. Mr. Ramesh Kumar Gupta has been looking after the corporate administration, image and brand building, financial administration and public relations. He has an extensive background and experience in Finance, Banking, International Business Relations and infrastructure development related activities of the company. He has experience in the aforesaid fields for more than 23 years.
10.	List of other companies in which Directorship is held as on 31.03.2022	Nil
11.	Chairman/ Member of The Committee of the Board Of the Other Companies in which she is a director as on 31.03.2022.	Nil
12.	Equity Shares held in the Company as on 31.03.2022	6,727,501
13.	Disclosure of relationships between existing directors and new director	N.A.

Annexure B

Statement of Information as required to be given pursuant to Part II of Schedule V of the Companies Act, 2013:

GENERAL INFORMATION

Nature of industry:

The company is involved in business of Aluminum Conductor, Pipes and fitting, Irrigation System, ACC & ACP Sheets and Trading in Polymers & Aluminum etc. Our business interest comprises Irrigation Systems - Drip and Sprinkler Irrigation, Power generation products - Aluminum Conductors, cables, wire rods, I.T. Infrastructure products - HDPE PLB Ducts. The company has successfully sailed through the turbulent waters of overall economic recession and today the company is a leading manufacturer of specialized irrigation system and aluminium conductors in

(Annual Report 2021-22)

India. The company has also ventured into the Power Sector.

2. Date of commencement of commercial production:

Sturdy Industries Limited was incorporated in 1989 and has been involved in the business of Aluminum Conductor, Pipes and fitting, Irrigation System, ACC & ACP Sheets and Trading in Polymers & Aluminum etc. Our business interest comprises Irrigation Systems - Drip and Sprinkler Irrigation, Power generation products - Aluminum Conductors, cables, wire rods, I.T. Infrastructure products - HDPE PLB Ducts since then.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.

4. Financial performance based on given indicators:

Standalone Financial Results for the last three years:

Particulars	Amount (in Lakhs)		
	2021-2022	2020-2021	2019-2020
Profit (Loss) after Tax	354.91	(2,932.14)	(15,842.41)
Net Worth (including balance in Profit and Loss Account)	(7,807.12)	(7,466.70)	(4,526.64)
Earnings Per Share	0.00	0.00	0.00
Turnover	1,209.00	5,118.95	12,203.37

5. Foreign investments or collaboration, if any:

There is no direct/indirect foreign investment in the company and also there no foreign collaboration in the company. As on 31st March, 2022, the shareholding of Foreign Institutional Investors, Foreign Nationals and Foreign Companies, in the company is Nil.

II. INFORMATION AND BRIEF PROFILE OF THE APPOINTEE - MR. RAMESH KUMAR GUPTA

Background Details:

Mr. Ramesh Kumar Gupta is a commerce graduate and well versed with the commercial operations and practices. He is one of the core promoters of the company. Mr. Ramesh Kumar Gupta has been looking after the corporate administration, image and brand building, financial administration and public relations. He has an extensive background and experience in Finance, Banking, International Business Relations and infrastructure development related activities of the company. He has experience in the aforesaid fields for more than 23 years. He is widely travelled person.

Past remuneration:

Remuneration paid to Mr. Ramesh Kumar Gupta during the last two financial years 2020-2021 and 2021-2022 is as follows:

Name of the Director	Amount (in Lakhs)	
	2020-2021 (Rs.)	2021-2022 (Rs.)
Mr. Ramesh Kumar Gupta	24.00	24.00

Recognition or Awards:

Under the able guidance of Mr. Ramesh Kumar Gupta and other promoters the company achieved various awards for star performer as an excellent exporter and BESI MSME Award as vendor from the Power Grid Corporate India Limited.

Job profile and Suitability of Mr. Ramesh Kumar Gupta:

Mr. Ramesh Kumar Gupta is a commerce graduate and well versed with the commercial operations and practices. He is one of the core promoters of the company. He has experience in the aforesaid fields for more than 23 years. He is widely travelled person.

Remuneration proposed:

Details of remuneration proposed are as below:

Salary	An amount not exceeding Rs. 2,00,000/- (Rupees Two Lakh only) per month.
---------------	--

6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

The current remuneration being paid by the company (looking at the profile of the position and person) is commensurate with their standing, efforts, scale and size and scale of operations of the company. Also, the payments being made are in line with the payments being made by other companies of similar size.

7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:

Since Mr. Ramesh Kumar Gupta is the promoter and director of the company therefore he is directly interested in the business affairs of the company. Further Mr. Ramesh Kumar Gupta holds 6,727,501 equity shares as on 31st March, 2022 in the company and draws remuneration as mentioned above.

III. OTHER INFORMATION

1. Reasons of loss or inadequate profits:

The spread of Covid-19 pandemic across the Globe and in India has created massive negative disruptions on the business operations. Further increase in raw material prices and impact of global recession reduced the profitability of the company. High debt costs also lead towards lower profitability.

2. Steps taken or proposed to be taken for improvement:

The company is taking steps to control the high cost of production by enhancing the production capacity. The company is also taking appropriate steps for settling the Bank debts.

3. Expected increase in productivity and profits in measurable terms:

In the competitive environment, it is difficult to estimate the revenue/profits in measurable terms. As mentioned above, the company is taking various efforts to increase its productivity and the management is confident of substantial increase in revenue and profits in coming years.

IV. DISCLOSURES

The disclosures as required on all elements of remuneration package such as salary, perquisites etc. have been made above. Specific disclosures mandated under Schedule V are as under:

(I) ALL ELEMENTS OF REMUNERATION PACKAGE SUCH AS SALARY, BENEFITS, BONUSES, STOCK OPTIONS, PENSION, ETC., OF ALL THE DIRECTORS:

Remuneration to Executive Directors:

The appointment and remuneration of Executive Directors including Wholetime Director is governed by the recommendation of the Nomination and Remuneration Committee, resolutions passed by the Board of Directors and Shareholders of the company.

Any annual pay, variable pay or incentives, if any, payable to Executive Directors is approved by the Board based on recommendation from Nomination and Remuneration Committee.

Remuneration to Directors for the F.Y. 2021-2022

(Rs. in Lakhs)

S. No.	Name of the Director	Salaries, perquisites and allowances	Commission	Sitting fees	Total
1.	Mr. Ramesh Kumar Gupta	24.00	-	-	24.00
2.	Mr. Shamsher Kumar Sharma	-	-	-	0.00

3.	Mr. Ashok Kumar	-	-	-	0.00
4.	Mrs. Meenu	-	-	-	0.00
5.	Mrs. Puja	-	-	-	0.00
6.	Mrs. Pushpa Devi	-	-	-	0.00

(II) DETAILS OF FIXED COMPONENT AND PERFORMANCE LINKED INCENTIVES ALONG WITH THE PERFORMANCE CRITERIA:

Mr. Ramesh Kumar Gupta is eligible for fixed remuneration only as per the terms and conditions mutually agreed between him and Board of Directors.

(III) SERVICE CONTRACTS, NOTICE PERIOD, SEVERANCE FEES:

As at March 31, 2022, the Board comprised of six directors including two executive directors and four non-executive and independent directors. The company has entered into agreement with Mr. Ramesh Kumar Gupta to stipulate a one month notice period to vacate his respective office held. There is no provision for payment of severance fees. The other Non Executive Directors and Independent Directors are not subject to any specific requirement of notice period and severance fees.

(IV) STOCK OPTION DETAILS, IF ANY, AND WHETHER THE SAME HAS BEEN ISSUED AT A DISCOUNT AS WELL AS THE PERIOD OVER WHICH ACCRUED AND OVER WHICH EXERCISABLE:

During the financial year under review, no stock options were granted to any executive/non-executive director of the company. Also, the company did not advance any loan to any of its Directors during the year.

Save and except the above, none of the other Directors/Key Managerial Personnel of the company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item Number 5 of the Notice. The Board commends the **Special Resolution** set out at Item Number 5 of the notice for approval by the members.

By order of the Board
For STURDY INDUSTRIES LIMITED

Sd/-
RAMESH KUMAR GUPTA
WHOLE TIME DIRECTOR (DIN: 00161363)
HOUSE NUMBER 11-12, SECTOR 1,
PARWANOO, HIMACHAL PRADESH- 173205.

PLACE: PARWANOO
DATE: 05/09/2022

BOARD'S REPORT

To

The Members,
Sturdy Industries Limited

The Board is immensely delighted in presenting its 33rd Annual Report. The Report is being presented along with the Audited Financial Statements for the Financial Year ended March 31, 2022.

FINANCIAL HIGHLIGHTS

PARTICULARS	Year Ended March 31 st 2022 (Rs. In Lacs).	Year Ended March 31 st 2021 (Rs. In Lacs).
Revenue from Operations	1,209.00	5,118.95
Other Income	832.72	141.01
Total Income	2041.72	5,259.96
Less: Total Expenses	2,527.81	8,268.35
Profit (Loss) before Tax and Extraordinary Items	(486.09)	(3,008.39)
Extraordinary Items	-	(977.54)
Profit (Loss) before Tax	(486.09)	(3,985.93)
Less: Tax Expenses:		
Current Tax	0.00	0.00
Deferred Tax	(844.66)	(1,053.81)
Profit from continuing operations	358.57	(2,932.12)
Other comprehensive Incomes/Loss	(3.66)	0.00
Total Comprehensive income for the year	354.91	(2,932.12)

REVIEW OF OPERATIONS AND BUSINESS PERFORMANCE

During the financial year under review, the company has achieved turnover (including income from other sources) of Rs. 2,041.72 Lakhs. However, the expenditure side of the company has also proportionally decreased to Rs. 2,527.81 lakhs. Your management is striving hard to improve the financial position of the Company by devising effective marketing plans and strategies.

CHANGE IN NATURE OF BUSINESS

During the year under review, there was no change in the nature of business.

DIVIDEND

The Board of Directors of your company, after considering holistically the relevant circumstances and keeping in view the company's dividend distribution policy, has decided that it would be prudent, not to recommend any Dividend for the year under review.

LISTING OF SHARES

Presently, the Equity Shares of the company are listed on the BSE Limited (Bombay Stock Exchange Limited) and the company has paid the Annual Listing Fees to BSE for the financial year 2022-2023.

BORROWINGS

The total borrowings of the company (both long term and short term) as on 31st March, 2022 were Rs. 20,987.98 Lakhs as compared to Rs. 22,169.67 Lakhs as on 31st March, 2021. **(For details Refer Note Number 14 and 18 of the Audited Financial Statement).**

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATES

The company has no subsidiaries, associates and joint venture companies.

EXTRACT OF ANNUAL RETURN

The extracts of Annual Return pursuant to the provisions of Section 92(3) and 134(3)(a) of the Act read with Rule 12(1) of the Companies (Management and administration) Rules, 2014 is furnished in **Form MGT-9** and is attached as **Annexure-1** to this Report.

BOARD AND COMMITTEE MEETINGS

The details of meetings of the Board and committee thereof held during the financial year 2021-2022 are provided in the Report on Corporate Governance which forms the part of this report.

DIRECTOR'S RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134 OF THE COMPANIES ACT, 2013

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made

(Annual Report 2021-22)

judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DECLARATION OF INDEPENDENCE

The Board has received declarations from all the Independent Directors of the company confirming that they meet with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015. In the opinion of the Board they fulfill the conditions specified in the Act and the Rules made thereunder and are Independent of the management.

MACHANISM FOR EVALUATION OF BOARD

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (LODR) Regulation 2015, a structured procedure was adopted after taking into consideration various aspects of the Board's functioning, composition of the Board and its committees, execution and performance of specific duties, obligations and governance.

The performance evaluation of the independent Directors was completed in time. The performance evaluation of the Chairman and the Non-independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

The performance of each committee has been evaluated by its members and found to be highly satisfactory.

On the basis of this exercise, the Board has decided that all Independent Directors should continue to be on the Board.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the Financial Year under review, Mr. Amit Bhatti resigned as a Whole Time Director and CFO of the company with effect from 07th April, 2021 and Mr. Ashok Kumar was appointed as an Additional



Director and CFO of the company with effect from 07th April, 2021. Mr. Ashok Kumar was appointed as a Director of the company at the Annual General Meeting held on 22nd September, 2021.

Further pursuant to the provisions of Section 152 of the Companies Act, 2013 and that of the Articles of Association of the company Mr. Ashok Kumar (DIN: 07374369), Director of the Company, liable to retire by rotation at the ensuing Annual General Meeting offers himself for re-appointment. The Board also seeks the approval of members for the re-appointment of Mr. Ramesh Kumar Gupta as a Wholetime Director of the company for a period of three year.

The brief resume/details of the Director(s), who are to be re-appointed as mentioned herein, have been furnished in Note 14 of the Notice of the ensuing Annual General Meeting.

The detailed section on 'Board of Directors' is given in the separate section titled 'Corporate Governance Report' forming part of this Annual Report.

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186

During the financial year under review, the company has neither made any investment nor granted any loan and guarantee within the meaning of Section 186 of the Companies Act, 2013. However, the details of the earlier investments made under Section 186 of the Companies Act 2013 are in provided in Note 3 of the audited financial statements of the company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the financial year under review, the company has entered into certain transactions with related parties pursuant to the provisions of Section 188 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 and which could be considered 'material' as per Regulation 23 of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015. Such transactions are reported in **Form AOC-2** attached as **Annexure-2** to this report.

The policy on Related Party Transactions as approved by the Board are uploaded on the Company's website at www.sturdyindustries.com and direct web link to the policy is at <http://www.sturdyindustries.com/pdf/financial/Related%20Party%20policy.pdf>

TRANSFER TO RESERVES

The credit balance of Profit and Loss account for the financial year ended 31st March, 2022 amounting to Rs. 354.91 Lakhs and previous year adjustment amounting to Rs. 2.17 lakhs has been transferred to Reserves.

TRANSFER OF UNPAID AND UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

No unclaimed or unpaid amount is lying in the books of the company which is required to be transferred to Investor Education and Protection Fund.

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY

During the financial year under review, no material changes took place which may affect the financial position of the company.

NOMINATION AND REMUNERATION COMMITTEE POLICY

Your Board has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management Personnel of the company. This policy also lays down criteria for selection and appointment of Board Members. The detail of this policy is explained in the Report on Corporate Governance. The Nomination and remuneration Policy is available on the website of the company at www.sturdyindustries.com and direct web link to the policy is at <http://www.sturdyindustries.com/pdf/financial/Nomination-Remuneration%20Policy.pdf>

RISK MANAGEMENT POLICY

The risk management framework defines the risk management approach of the company and includes periodic review of such risks and also documentation, mitigating controls and reporting mechanism of such risks. The provisions of risk management committee pursuant to the Companies Act, 2013 are not applicable to the company. Hence, any standard policy has not been drafted.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

Pursuant to the provisions of Section 177(9) and 177(10) of the Companies Act 2013, the company has in place a well formulated Vigil Mechanism/Whistle Blower Policy to deal with instance of fraud and mismanagement, if any. The purpose of vigil mechanism is to provide for adequate safeguards against victimization of persons who use such mechanism and allows direct access to the Chairperson of the audit committee in exceptional cases. The policy enables the employees, Directors and other stakeholders to raise their concern about unethical behavior, actual or suspected fraud or violation of Code of Conduct and Ethics.

There was no incident when the access to the Audit Committee was denied to any employees with respect to vigil mechanism. The policy is posted on the website of the Company at www.sturdyindustries.com and direct web link to the policy is at <http://www.sturdyindustries.com/pdf/financial/Vigil%20Mechanism.pdf>

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 relating to Corporate Social Responsibility are not applicable to the company, since the company is incurring losses from past few years.

DEPOSITS

The following details of deposits, covered under Chapter V of the Act:

- a) Deposits accepted during the year; **NIL**
- b) Remained unpaid or unclaimed as at the end of the year; **NIL**
- c) Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved; **NIL**
- d) The details of deposits which are not in compliance with the requirements of Chapter V; **NIL**

CHANGES IN SHARE CAPITAL, IF ANY

During the financial year under review, there is no change in the authorized as well as paid up share capital of the company. The authorized share capital of the company is Rs. 150,10,00,000/- (Rupees One Hundred Fifty Crore Ten Lakh Only) consisting of 16,75,00,000 Equity Shares of Rs. 2/- (Rupees Two Only) each, 2,00,000 (Two Lacs only) Redeemable Preference share of Rs. 100/- (Rupees Hundred Only) and 1,14,60,000 (One Crore Fourteen Lakh Sixty Thousand) 0.01% Redeemable Preference share of Rs. 100/- (Rupees Hundred Only).

STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS

Your company has an effective internal control and risk-mitigation system, which is constantly assessed and strengthened with new/revised standard operating procedures. The company's internal control system is commensurate with its size, scale and complexities of its operations. The internal and operational audit is entrusted to reputed firms of Chartered Accountants. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the Industry.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The report on Internal Financial Control under Clause (i) of Sub-Section 3 of Section 143 of the Companies Act 2013, is enclosed in the **Annexure-B to the Independent Auditors' Report**.

AUDITORS AND AUDITORS' REPORT

STATUTORY AUDITOR

The appointment of the statutory auditors i.e. M/s. K Singh & Associates, Chartered Accountant (Firm's Registration Number: 012458N), was made at the Annual General Meeting held for the Financial Year 2017-2018 to hold office till the conclusion of the Annual General Meeting to be held for the Financial Year 2022-2023. The said Chartered Accountants shall continue to hold the office of the statutory auditors during the Financial Year 2022-2023.

The Notes to Accounts referred to in the Auditors' Report on "Note No. 28" are self-explanatory and therefore do not call for any further comments. There is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

SECRETARIAL AUDITOR AND SECRETARIAL AUDITOR REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rules made there under, the company has appointed Mr. Mast Ram Chechi, of M/s. M.R. Chechi and Associates, Company Secretaries (C.P. Number: 2906) as Secretarial Auditors to undertake the Secretarial Audit of the company. The Secretarial Audit Report in prescribed **Form MR-3** given by aforesaid Secretarial Auditors is annexed to this Board Report as **Annexure-3** and forms an integral part.

The reply of the management to the qualification/reservation/adverse remark of the Secretarial Auditor is as follows:

S. No.	Qualification/Reservation/Adverse Remark	Reply of the Management
1.	The Company Secretary of the company has informed that the minutes books of the meetings of Board of Directors, its committees and general meeting(s) of members held during the Financial Year were maintained. Whereas, the same were not provided for our audit and verification.	Due to the shifting of the registered office of the company and resignation of the Company Secretary of the company, the management could not produce the requisite record on time.
2.	The company has not updated its website as per the requirements of Section 108 of the Companies Act, 2013 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	The management has taken note of the same and the website shall be updated on the priority basis.

ANNUAL SECRETARIAL COMPLIANCE REPORT

As required under Regulation 24A of the SEBI (LODR) Regulations, 2015 the company has obtained the secretarial compliance report for the financial year ended 31st March, 2022 from M/s. M.R. Chechi and Associates, Company Secretaries, Chandigarh and same is attached as **Annexure-4** to this report.

COST AUDITORS

The provisions of Section 148 of the Companies Act, 2013 relating to appoint of Cost of Auditors and Cost Audit are not applicable to the company for the Financial Year 2022-2023 since the turnover the company is below the limit prescribed under the Act and Rules made thereunder.

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

The information required under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 relating to "Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo" is given in the **Annexure-5** forming an integral part of this report.

MANAGERIAL REMUNERATION

The statistical disclosures pursuant to Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are enclosed with this report as **Annexure-6**.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has in place an Anti Harassment policy in line with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. There was no complaint received from any employee during the Financial Year 2021-2022 and hence, no complaint is outstanding as on 31st March, 2022.

The policy has been posted on the website of the company at www.sturdyindustries.com under the head “Investor”.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussions and Analysis Report as required, pursuant to Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 is annexed and forms part of this report.

CORPORATE GOVERNANCE

The company has complied with all the conditions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

A separate section on Corporate Governance along with a certificate from the Auditors of the company confirming the compliance is annexed and forms part of this Report. The Board has also evolved and adopted a Code of Conduct based on the principles of Good Corporate Governance and best management practices being followed globally.

CASH FLOW ANALYSIS

In conformity with the provisions of Clause 34(2) of SEBI (LODR) Regulations, 2015, the Cash Flow Statement for the year ended on 31st March, 2022 forms an integral part of the Financial Statements.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS

There were no frauds reported by the Auditors as prescribed under sub-section (12) of Section 143 of the Companies Act, 2013 during the Financial Year under review.

DISCLOSURE IN RESPECT OF VOTING RIGHTS NOT EXERCISED DIRECTLY BY THE EMPLOYEES IN RESPECT OF SHARES TO WHICH SCHEME UNDER SECTION 67 RELATES**N.A.**

COMPLIANCE WITH SECRETARIAL STANDARDS

The company is in compliance with all the applicable Secretarial Standards.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR **N.A.**

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF **N.A.**

PERSONNEL

Your Directors place on record their appreciation for the significant contribution made by all the employees, who through their competence, hard work, solidarity and co-operation, have enabled the company to withstand the impact of slowdown.

TRADE RELATIONS

The Board wishes to place on record its appreciation for the support and co-operation that the Company received from its suppliers, distributors, retailers and other associates. The Company has always looked upon them as partners in its progress and has happily shared with them rewards of growth. It will be Company's endeavor to build and nurture strong links based on mutuality, respect and co-operation with each other and consistent with customer interest.

ACKNOWLEDGEMENT

The directors wish to convey their sincere appreciation for the co-operation and excellent assistance the company has received from Central/State Government(s) and various ministries, departments of the central/state government(s), dealers and valued business associates without which it would not have been possible to achieve all round progress and growth of the Company.

The Board also places on record its appreciation to all investors, banks, regulatory and government authorities, for their continued support continued trust and support. The Board also places on record its appreciation for the continuous patronage of the customers of the company.

***For and On Behalf of THE BOARD
OF STURDY INDUSTRIES LIMITED***

PLACE: PARWANOO

DATE: 05/09/2022

**Sd/-
(SHAMSHER KUMAR SHARMA)
(DIN: 08063703)
MANAGING DIRECTOR**

**Sd/-
(RAMESH GUPTA)
(DIN: 00161363)
WHOLE TIME DIRECTOR**

FORM MGT-9					
EXTRACT OF ANNUAL RETURN					
(As on financial year ended on 31.03.2022)					
<i>[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management and Administration) Rules, 2014]</i>					
I. REGISTRATION & OTHER DETAILS:					
1	CIN	L25209HP1989PLC009557			
2	Registration Date	27/07/1989			
3	Name of the Company	STUDRY INDUSTRIES LIMITED			
4	Category/Sub-category of the Company	Indian Non-Government Company			
		Company Limited by Shares			
5	Address of the Registered office and Contact Details	21, Industrial Area, Baddi, Himachal Pradesh-173205. Present Address: Village Bhatoli Khurd, Baddi, Nalagarh, Solan, Himachal Pradesh-173205. (w.e.f. 16/05/2022). Email Id: legalsturdy@gmail.com Telephone Number: 01792-232570, 232863, 232864 Fax Number: 01792-232770			
6	Whether listed company	Yes			
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	SKYLINE FINANCIAL SERVICES PRIVATE LIMITED, D-153 A, OKHLA INDUSTRIAL AREA, PHASE-1, NEW DELHI-110020, Email Id: admin@skylinerta.com Phone Number: 011-64732681-88; Fax Number: 011-26812682			
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY					
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)					
S. No.	Name and Description of main products / services	NIC Code of the Product/Service	% to total turnover of the company		
1	Plastic Pipes and Irrigation	25209	71.99%		
2	Aluminum Division (Conductor)	31300	28.01%		
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
S. No.	Name and address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
1					
2					
3					

IV. SHARE HOLDING PATTERN									
(Equity share capital breakup as percentage of total equity)									
(i) Category-wise Share Holding									
Category of Shareholders	Number of Shares held at the beginning of the year [As on 31-March-2021]				Number of Shares held at the end of the year [As on 31-March-2022]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	17,649,767	215,000	17,864,767	11.81%	17,649,767	215,000	17,864,767	11.81%	0.00%
b) Central Govt.	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt.(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	12,627,800	6,618,450	19,246,250	12.72%	12,627,800	6,618,450	19,246,250	12.72%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (1)	30,277,567	6,833,450	37,111,017	24.54%	30,277,567	6,833,450	37,111,017	24.54%	0.00%
(2) Foreign									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	30,277,567	6,833,450	37,111,017	24.54%	30,277,567	6,833,450	37,111,017	24.54%	0.00%
B. Public Shareholding	-	-	-		-	-	-		
1. Institutions	-	-	-		-	-	-		

a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	37,813,424	-	37,813,424	25%	16,415,966	-	16,415,966	10.85%	-14.15%
c) Central Govt.	-	-	-	0.00%			-	0.00%	0.00%
d) State Govt.(s)	-	-	-	0.00%			-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%			-	0.00%	0.00%
f) Insurance Companies	-	-	-	0.00%			-	0.00%	0.00%
g) FIIs	-	-	-	0.00%			-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%			-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%			-	0.00%	0.00%
Sub-total (B)(1)	37,813,424	-	37,813,424	25%	16,415,966	-	16,415,966	10.85%	-14.15%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	1,98,16,325	3,09,71,288	5,07,87,613	33.58%	44,856,041	7,838,370	52694411	34.84%	1.26%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals	-	-	-		-	-	-		
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	1,17,70,431	6,794,040	18,564,471	12.27%	23,308,912	6,794,040	30102952	19.90%	7.63%
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	5,339,450	590,390	5,929,840	3.92%	10,990,103	590,390	11580493	7.66%	3.74%
c) Others	-	-	-	-	-	-	-	-	-
Non Resident	-	-	-	0.00%	-	-	-	0.00%	0.00%

Indians									
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Non Resident Indian	215,610	-	215,610	0.14%	547,610	-	547,610	0.36%	0.22%
Clearing Members	-	-	-	0.00%	541,423	-	541,423	0.36%	0.36%
Trusts/HUF/ Firm/NBFC	831,719	-	831,719	0.55%	2,259,822	-	2,259,822	1.49%	0.93%
NBFC Registered With RBI	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(2)	37,973,535	38,355,718	76,329,253	50.46%	82,503,911	15,222,800	97,726,711	64.61%	14.14%
Total Public (B)	75,786,959	38,355,718	114,142,677	75.46%	98,919,877	15,222,800	114,142,677	75.46%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	0.00%	-	-	-	0.00%	0.00%
Grand Total (A+B+C)	106,064,526	45,189,168	151,253,694	100%	129,197,444	22,056,250	151,253,694	100.00%	0.00%

(ii) Shareholding of Promoter

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Amit Gupta & Sons HUF	81,407	0.05%	81,407	81,407	0.05%	81,407	0.00%
2	Amit Gupta	345,850	0.23%	345,850	345,850	0.23%	345,850	0.00%
3	Satya Bhama	424,600	0.28%	424,600	424,600	0.28%	424,600	0.00%
4	Usha Gupta	549,085	0.36%	549,085	549,085	0.36%	549,085	0.00%
5	Ramesh Kumar Gupta & Sons HUF	1,036,420	0.69%	1,036,420	1,036,420	0.69%	1,036,420	0.00%
6	Mohan Lal Gupta	3,229,826	2.14%	3,229,826	3,229,826	2.14%	3,229,826	0.00%
7	Mohan Lal Gupta Sons (HUF)	4,476,778	2.96%	4,476,778	4,476,778	2.96%	4,476,778	0.00%
8	Ramesh Kumar Gupta	6,727,501	4.45%	6,529,701	6,727,501	4.45%	6,529,701	0.00%

9	Vats Plastic Pipes Pvt. Ltd.	629,500	0.42%	629,500	629,500	0.42%	629,500	0.00%
10	Jai Ambey Iron & Steel Ltd.	1,000,000	0.66%	NIL	1,000,000	0.66%	NIL	0.00%
11	Ambey Vaishno Steel Pvt. Ltd.	1,000,000	0.66%	NIL	1,000,000	0.66%	NIL	0.00%
12	Shree Ambey Forging Pvt. Ltd.	1,000,000	0.66%	NIL	1,000,000	0.66%	NIL	0.00%
13	Patriot Pipes Pvt. Ltd.	1,997,000	1.32%	1,997,000	1,997,000	1.32%	1,997,000	0.00%
14	Jagan Irrigation Systems Pvt. Ltd.	2,306,800	1.53%	2,306,800	2,306,800	1.53%	2,306,800	0.00%
15	Saurabh Portfolios Pvt. Ltd.	2,411,400	1.93%	2,411,400	2,411,400	1.93%	2,411,400	0.00%
16	Alpine Capital Service Ltd	5,283,100	3.49%	4,242,500	5,283,100	3.49%	4,242,500	-0.01%
17	Shivam Deepak Jain	389,150	0.26%	NIL	389,150	0.26%	NIL	0.00%
18	Sahil Deepak Jain	389,150	0.26%	NIL	389,150	0.26%	NIL	0.00%
19	Vats Credit Private Limited	305,300	0.20%	NIL	305,300	0.20%	NIL	0.00%
20	Gulshan Malhotra	197,800	0.13%	NIL	197,800	0.13%	NIL	0.00%
21	Gopal Sharma	4,300	0.00%	NIL	4,300	0.00%	NIL	0.00%
22	Jitendra Bhanot	4,300	0.00%	NIL	4,300	0.00%	NIL	0.00%
23	Dinesh Kumar	4,300	0.00%	NIL	4,300	0.00%	NIL	0.00%
24	Jeevan Naryal	4,300	0.00%	NIL	4,300	0.00%	NIL	0.00%
25	Worthwhile Financial Services Private Limited	1,247,000	0.82%	NIL	1,247,000	0.82%	NIL	0.00%
26	Jagan Credir Private Limited	559,000	0.37%	NIL	559,000	0.37%	NIL	0.00%
27	Patriot Hire Purchase Private Limited	518,150	0.34%	NIL	518,150	0.34%	NIL	0.00%
28	Sahyog Credits Ltd	222,500	0.15%	NIL	215,000	0.14%	NIL	0.00%
29	Baddi Steels Pvt Ltd	172,000	0.11%	NIL	172,000	0.11%	NIL	0.00%
30	Pallavi Hire Purchase Pvt Ltd	86,000	0.06%	NIL	86,000	0.06%	NIL	0.00%
31	Saurav Phot Folio Pvt. Ltd	516,000	0.34%	NIL	51,6000	0.34%	NIL	0.00%

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

S. No.	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares

(Annual Report 2021-22)

	At the beginning of the year			37,111,017	24.54%	37,111,017	24.54%
	Changes during the year			NO CHANGE			
	At the end of the year			37,111,017	24.54%	37,111,017	24.54%

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

S. No.	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Greenway Advisors Private Limited						
	At the beginning of the year			39,325,960	26%	39,325,960	26%
	Changes during the year			Nil	-	-	-
	At the end of the year			39,325,960	26%	39,325,960	26%
2	Indian Bank (Formerly Allahabad Bank)						
	At the beginning of the year			15,570,234	10.29%	54,896,194	36.29%
	Changes during the year		Sale	(140,860)	(0.09)	-	-
	At the end of the year			15,429,374	10.20%	54,755,334	36.20%
3	Divya Tubes Private Limited						
	At the beginning of the year			3,000,000	1.98%	57,896,194	38.27%
	Changes during the year			Nil	-	-	-
	At the end of the year			3,000,000	1.98%	57,755,334	38.18%
4	Alpha Leon Enterprises LLP						
	At the beginning of the year			0.00	0.00%	57,896,194	38.27%
	Changes during the year		Purchase	2,000,000	-	-	-
	At the end of the year			2,000,000	1.32%	59,755,334	39.50%
5	Motia Constructions Limited						
	At the beginning of			2,000,000	1.32%	59,896,194	39.59%

	the year						
	Changes during the year			Nil	-	-	-
	At the end of the year			2,000,000	1.32%	61,755,334	40.82%
6	N K Sharma Enterprises Limited						
	At the beginning of the year			2,000,000	1.32%	61,896,194	40.91%
	Changes during the year			Nil	-	-	-
	At the end of the year			2,000,000	1.32%	63,755,334	42.14%
7	BCL Homes Limited						
	At the beginning of the year			1,000,000	0.66%	62,896,194	41.57%
	Changes during the year			Nil	-	-	-
	At the end of the year			1,000,000	0.66%	64,755,334	42.80%
8	Punjab National Bank						
	At the beginning of the year			22,243,190	14.71%	85,139,384	56.28%
	Changes during the year		Sale	(21,256,598)	(14.06%)	-	-
	At the end of the year			9,86,592	0.65%	65,741,926	43.45%
9	Ravinder Kumar Gupta						
	At the beginning of the year			0.00	0.00%	85,139,384	56.28%
	Changes during the year		Purchase	740,000	0.49%	-	-
	At the end of the year			740,000	0.49%	66,481,926	43.94%
10	Deipakk Bawa & Sons						
	At the beginning of the year			0.00	0.00%	85,139,384	56.28%
	Changes during the year		Purchase	700,000	0.46%	-	-
	At the end of the year			700,000	0.46%	67,181,926	44.40%

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholding of each Directors and each	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	Key Managerial Personnel			No. of shares	% of total shares	No. of shares	% of total shares
1	RAMESH GUPTA						
	At the beginning of the year			6,727,501	4.45%	6,727,501	4.45%

	Changes during the year			-	0.00%		0.00%
	At the end of the year			6,727,501	4.45%	6,727,501	4.45%
2	SHAMSHER KUMAR SHARMA						
	At the beginning of the year			-	0.00%		0.00%
	Changes during the year			-	0.00%		0.00%
	At the end of the year			-	0.00%	-	0.00%
3	PUJA						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year				0.00%		0.00%
	At the end of the year			-	0.00%	-	0.00%
4	PUSHPA DEVI						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year				0.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
5	AMIT BHATTI*						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year				0.00%		0.00%
	At the end of the year			-	0.00%	-	0.00%
Note: Mr. Amit Bhatti resigned from the Directorship of the company with effect from 07/04/2021.							
6	MEENU						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year				0.00%		0.00%
	At the end of the year			-	0.00%	-	0.00%
7	ASHOK KUMAR						
	At the beginning of the year			-	0.00%	-	0.00%

	Changes during the year				0.00%		0.00%
	At the end of the year			-	0.00%	-	0.00%

V. INDEBTEDNESS (Rs. In Lakhs)

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
(a) Indebtedness at the beginning of the financial year				
i) Principal Amount	20,134.50	2,035.17	-	22,169.67
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	20,134.50	2,035.17	-	22,169.67
(b) Change in Indebtedness during the financial year				
* Addition	-	121.77	-	121.77
* Reduction	1,303.46	-	-	1,303.46
Net Change	(1,303.46)	121.77	-	(1,181.69)
(c) Indebtedness at the end of the financial year				
i) Principal Amount	18,831.04	2,156.94	-	20,987.98
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	18,831.04	2,156.94	-	20,987.98

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amt.
	Name	SHAMSHER KUMAR SHARMA		RAMESH GUPTA		(Rs/Lac)
	Designation	MD		WTD		
1	Gross salary	-		2,400,000	-	2,400,000
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-	-	-	-
	(b) Value of perquisites under Section 17(2) Income-tax Act, 1961	-		-	-	-
	(c) Profits in lieu of salary under	-		-	-	-

	Section 17(3) Income- tax Act, 1961					
2	Stock Option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-	-	-
	- as % of profit	-	-	-	-	-
	- others, specify	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	-	-	2,400,000	-	2,400,000
	Ceiling as per the Act					

Note: Mr. Amit Bhatti resigned from the Directorship of the company with effect from 07/04/2021.

B. Remuneration to other Directors			NIL		
S. No.	Particulars of Remuneration	Name of Directors	Total Amount (Rs/Lac)		
1	Independent Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non-Executive Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD			NIL		
S. No.	Particulars of Remuneration	Name of Key Managerial Personnel	Total Amount (Rs/Lac)		
	Name				
	Designation				
1	Gross salary	-	-	-	-
	(a) Salary as per	-	-	-	-

	provisions contained in Section 17(1) of the Income-tax Act, 1961				-
	(b) Value of perquisites under Section 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income - Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify	-	-	-	-
5	Others please specify	-	-	-	-
	Total	-	-	-	-

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:
NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	N.A.				
Punishment	N.A.				
Compounding	N.A.				
B. DIRECTORS					
Penalty	N.A.				
Punishment	N.A.				
Compounding	N.A.				
C. OTHER OFFICERS IN DEFAULT					
Penalty	N.A.				
Punishment	N.A.				
Compounding	N.A.				

Form AOC-2

**Disclosure of Particulars of Contracts/Arrangements entered into by the Company
(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies
(Accounts) Rules, 2014)**

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 arms length transactions under third proviso thereto:

1. There are no contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 which are not at arm's length basis.
2. Contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 which are at arm's length basis:

S. No.	Name of the related party and nature of relationship	Nature of contracts/ arrangements /transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the board	Amount paid as advances if any	Date on which the special resolution was passed in the general meeting as required under the first proviso to Section 188
1.	Chemiplast Industries (Associate concern)	Sale	Transactions in normal course of business.	Sales: Rs. 27.85 Lacs	11/06/2021	N.A.	N.A.
2.	Chemiplast Industries (Associate concern)	Purchase	Transactions in normal course of business.	Purchase: Rs. 15.46 Lacs	11/06/2021	N.A.	N.A.

M. R. Chechi & Associates

COMPANY SECRETARIES

Mast Ram
M.A. (Eco) MIR & PM, DIR & PM.
DME, DMSM, FCS, Practicing Company Secretary

SCO 35, 1st Floor,
Sector 20-C,
Chandigarh – 160020.
Phone: 0172-4347638.
Cell: 94172-64876.
Email Id: mrchechi@yahoo.com

Form MR-3

Secretarial Audit Report

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

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

TO,

THE MEMBERS
STURDY INDUSTRIES LIMITED
CIN: L25209HP1989PLC009557
VILLAGE BHATOLI KHURD, BADDI,
NALAGARH, SOLAN, HIMACHAL PRADESH-173205.

Dear Sir(s)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. **STURDY INDUSTRIES LIMITED** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the **M/s. STURDY INDUSTRIES LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period ended on **31/03/2022**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records

(Annual Report 2021-22)

maintained by **M/s. STURDY INDUSTRIES LIMITED (“the Company”)** for the financial year ended on **31/03/2022** according to the provisions of:

- I. The Companies Act, 2013 (**the Act**) and the Rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 (**‘SCRA’**) and the Rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable as company has not accepted/made any FDI, ODI or ECBs during the Financial Year under review.**
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**‘SEBI Act’**) to the extent applicable to the company:
 - a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable as the Company did not issue any ESOP or ESPS during the Financial Year under review.**
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable as the Company did not issue any debt securities during the Financial Year under review.**
 - g. 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 Registrar to an Issue and Share transfer Agent during the year under review.**
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable as the Company has not delisted its Equity shares from any Stock Exchange during the financial year under review** and

- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable as the Company has not bought back any of its securities during the Financial Year under review.**

VI) Based on the representation made by the company and its officers, the company has proper system and process in place for compliance under the other applicable Laws, Acts, Laws, Rules, Regulations, Guidelines and Standards as applicable to the company which are given below:

- i. The Environment (Protection) Act 1986
- ii. Air (Prevention and Control of Pollution) Act, 1981
- iii. The Water (Prevention and Control of Pollution) Act, 1974
- iv. GST (Goods & Service Tax) Laws, Excise Laws, Sales Tax Laws
- v. Income Tax Act, 1961.
- vi. Food Safety and Standards Act, 2006
- vii. Labour Laws related to labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, Employee State Insurance etc.
- viii. MSMED Act, 2006
- ix. Trademark Act, 1999
- x. Legal Metrology Act, 2009
- xi. The Electricity Act, 2003 and the Electricity Rules 2005
- xii. The Factories Act, 1948
- xiii. The Payment of Bonus Act, 1965
- xiv. The Employees Provident Fund and Miscellaneous Provisions Act, 1952

We have also examined compliance with the applicable clauses of the following:

- i) The Institute of Company Secretaries of India has prescribed Secretarial Standards which are mandatory for the year 2021-2022.
- ii) The provisions of the Listing Agreements entered into by the Company with the Stock Exchanges.

During the period under review the company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc. mentioned above ***subject to the following observations/note:***

- 1. The Company Secretary of the company has informed that the minutes books of the meetings of Board of Directors, its committees and general meeting(s) of members held during the Financial Year were maintained. Whereas, the same were not provided for our audit and verification.***
- 2. The company has not updated its website as per the requirements of Section 108 of the Companies Act, 2013 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.***

We further report that:

- _ The Board of Directors of the company is constituted with proper mix of Executive Directors, Non-Executive Directors and Independent Directors. Further, changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- _ Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- _ Majority decisions were carried through while the dissenting members views were captured and recorded as part of the minutes.

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

**FOR M.R. CHECHI & ASSOCIATES
COMPANY SECRETARIES**

UDIN: F003823D000850119
Place: Chandigarh
Dated: 25th August, 2022.

MAST RAM CHECHI
M. NO.: 3823; CP NO.: 2906

TO,

THE MEMBERS,
STURDY INDUSTRIES LIMITED
CIN: L25209HP1989PLC009557
VILLAGE BHATOLI KHURD, BADDI,
NALAGARH, SOLAN, HIMCHAL PRADESH-173205.

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial 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 and the compliance by the company abiding and adherence to applicable financial and taxation laws like direct taxation and indirect taxation laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by Statutory Financial Auditor and other designated professionals
4. Wherever required, we have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**FOR M.R. CHECHI & ASSOCIATES
COMPANY SECRETARIES**

UDIN: F003823D000850119
Place: Chandigarh
Dated: 25th August, 2022.

MAST RAM CHECHI
M. NO.: 3823; CP NO.: 2906

M. R. Chechi & Associates

COMPANY SECRETARIES

Mast Ram
M.A. (Eco) MIR & PM, DIR & PM.
DME, DMSM, FCS, Practicing Company Secretary

SCO 35, 1st Floor,
Sector 20-C,
Chandigarh – 160020.
Phone: 0172-4347638.
Cell: 94172-64876.

Annexure – A

Secretarial Compliance report of Sturdy Industries Limited for the year ended 31.03.2022

I, **MAST RAM CHECHI**, Practicing Company Secretary have examined:

- a) All the documents and records made available to us and explanation provided by Sturdy Industries Limited (CIN: L25209HP1989PLC009557) (“the listed entity”), having its registered office at 21, Industrial Area, Baddi, Himachal Pradesh – 173205.
- b) The Fillings/Submissions made by the listed entity to the stock exchanges (BSE),
- c) Website of the listed entity,
- d) Any other document/filing, as may be relevant, which has relied upon to make this certification.

For the year ended March 31, 2022 (“Review Period”) in respect of compliance with the provisions of:

- a) The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, Circulars, Guidelines issued there under; and
- b) The Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made there under and the Regulations, Circulars, Guidelines issued there under by the Securities and Exchange Board of India (“SEBI”);

The Specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, includes:

- a) Securities and Exchange Board of the India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

- b) Securities and Exchange Board of the India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of the India (Substantial Acquisition of shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of the India (Share Based Employee Benefits) Regulations, 2014;
- e) Securities and Exchange Board of the India (Prohibition of Insider Trading) Regulations, 2015;

(Note: The aforesaid list of SEBI Regulations is only the list of regulations which were applicable to the listed entity for the review period.)

Based on the above examination, I hereby report that, during the Review Period:

a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Observations/ Remarks of the Practicing Company Secretary
1	Section 203 of the Companies Act, 2013 read with companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 & Listing Agreement.	Complied
2	Companies Act, 2013 and Regulation 46 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Complied
3	Regulation 31 - Shareholding Pattern	Complied
4	Outcome of the Board Meeting	Company has intimated in advance also intimate the conclusion within time.
5	Reconciliation of Share Capital Audit (SEBI DP Reg. 55A)	Complied
6	Regulation 40(9) – Certificate from Practicing Company Secretary	Complied
7	Regulation 34 – Annual Report	Complied
8	Regulation 27 (2) Corporate Governance	Complied
9	Regulation 13 (3) – Statement of investor complaints	Complied
10	Regulation 7(3) – Compliance Certificate certifying maintaining physical & electronic transfer facility	Complied

11	Fine/penalties to stock Exchange	NIL
12	Voting Results (Regulation 44)	Complied
13	Regulation 33 – Financial Results	Complied
14	Regulation 17 – Composition of board of directors	Complied
15	Regulation 19 - Nomination and remuneration committee.	Complied

- a) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records
- b) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by the Stock Exchange (including under the Standard Operating Procedures issued by the SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under: **Not Applicable.**
- c) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable.**

M.R. CHECHI & ASSOCIATES
COMPANY SECRETARIES

Place: Chandigarh
Date: 27/04/2022
UDIN: F003823D000216453

MAST RAM, FCS
COMPANY SECRETARY IN PRACTICE
C.P. No.: 2906

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO THE PROVISIONS OF SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014.

A. CONSERVATION OF ENERGY:

- a) **Steps taken for conservation:** The Company continues to give high priority to conservation of energy on an on-going basis. A few significant measures taken are:
- I) Periodical and preventive maintenance of electric equipments and ensured optimum utilization of electric energy.
 - II) Phased balancing of heating and lighting load.
 - III) Increase in power factor by installing capacitor at the individual machines.
- b) **Steps taken for utilizing alternate sources of energy:** **N.A.**
- c) **Capital investment on energy conservation equipments:**
Further energy conservation is planned through replacement of and modification of inefficient equipments and by providing automatic controls to reduce idle running of equipments.

B. TECHNOLOGY ABSORPTION:

Efforts made for technology absorption:

1. **Research and Development (R & D):** **N.A.**
- a) Specific areas on which R & D carried on by the Company:
 - b) Benefits derived as a result of the above R & D:
 - c) Future plan of action:
 - d) Expenditure on R&D:

2. Technology Absorption, Adaptation and Innovation:

Efforts, in brief, made towards technology absorption, adaptation and innovation: The company is constantly engaged in in-house R&D and is in constant touch with the new technologies.

Benefits derived as a result of the above efforts: Due to continuous developmental efforts, the company has been able to produce much more complicated dials which were being imported until now.

3. i) **Technology imported:** **None**
- ii) **Year of Import:** **N.A.**
 - iii) **Has technology been fully absorbed:** **N.A.**
 - iv) **If not absorbed, area where this has not taken place, reasons thereof and future plans of action:** **N.A.**

C. FOREIGN EXCHANGE EARNINGS AND OUTGO (Rupees in Millions) in 2021-2022:

Foreign Exchange earnings: **NIL**

Foreign Exchange outgo: **NIL**

PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 134(3)(q) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

S. No.	Requirements of Rule 5(1)	Details		
(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year.	Mr. Ramesh Gupta		20:1
		Mr. Ashok Kumar		-
		Mr. Shamsher K Sharma		-
		Mrs. Meenu		-
(ii)	The percentage of increase in remuneration of each Director, Chief Financial Officer, Chief Executive or Manager, if any, in the Financial year;	Name	As per Payout	As per terms
		Mr. Ramesh Gupta	N.A.	N.A.
		Mr. S.K Sharma	N.A.	N.A.
		Mr. Amit Bhatti	N.A.	N.A.
(iii)	The percentage increase in the median remuneration of employees in the financial year.	NIL		
(iv)	The number of permanent employees on the rolls of company.	65 as on 31.03.2021		
(v)	The explanation on the relationship between average increase in remuneration and company performance.	No appraisal been given during the year under review.		
(vi)	Comparison of the remuneration of the Key Managerial Personnel against the performance of the company;	Remuneration of the Key managerial personnel is In line with the performance of the company and individual.		
(vii)	Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed companies and in case of unlisted companies , the variations in the net worth of the Company as at the close of the current financial year and previous financial year.	Detail	31.03.2022	31.03.2021
		Market Capitalization	5.60 Cr.	8.92 Cr.
		Share price – BSE	0.37	0.59
		EPS	NIL	NIL
		Net Worth	(78.07) Cr.	(74.67) Cr.
(viii)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	No increase in Remuneration.		
(ix)	Comparison of each remuneration of the Key Managerial	Equal		
(x)	The parameters for any variable component of remuneration availed by the directors;	N.A.		
(xi)	The ratio of the remuneration of the highest paid director to that of the employees who are not directors	20:1		
(xii)	Affirmation that the remuneration is as per the remuneration policy of the company.			

CORPORATE GOVERNANCE REPORT

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The company strongly believes that good Corporate Governance is a pre-requisite for enhancing long term shareholders value and considers it be an internally driven need that does not merely need to be enforced externally. The company is committed to the principles and features of good Corporate Governance and has consistently followed high standards of Corporate Governance in all its activities and processes.

The principles and practices the company follows are imbibed in its system of working and are part and parcel of the company's policies, rules, regulations and procedures. Being a value-driven organization, the company has always worked towards building trust with shareholders, employees, customers, suppliers and other stakeholders based on principles of good corporate governance viz. integrity, equity, transparency, fairness, disclosure, accountability and commitment to values.

The company is committed to benchmark itself with the best standards of Corporate Governance, not only in form but also in spirit. This section, along with the section on 'Management Discussion and Analysis', constitute the company's compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The company follows the Corporate Governance charts as provided under Listing Agreement with the stock Exchange which sets out the norms and disclosures that have to be followed by companies in respect of governance.

II. THE BOARD OF DIRECTORS

The Board is at core of the company's Corporate Governance practices. It oversees the management and ensures the achievement of long term objectives of the company.

Your company believes that an active, independent and participative board is a prerequisite to achieve and maintain the desired level of Corporate Governance. We ensure that the Board is provided with all relevant operational information to maintain a transparent decision making process.

a) Size and Composition of Board

As on 31st March, 2022 the Board of Directors of the company has 6 (Six) members which consist of:

- Two Executive Directors out of which one is Managing Director and other is Whole-time Director.
- Four Non-Executive Directors consisting of Two Independent Directors including one Women Director and One Professional Non-Executive Director.

The composition of the Board is in conformity with Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Independent Directors satisfy the criteria of independence as defined under the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

b) Board Meetings

Minimum four prescheduled Board meetings are held every year. Additional meetings are held by giving appropriate notice to address specific needs of the company.

During the Financial Year 2021-2022, the Board of Directors met six (6) times during the year on 07.04.2021, 11.06.2021, 14.08.2021, 19.08.2021, 09.11.2021, 01.02.2022. The maximum gap between any two meetings was less than 120 days as stipulated under listing regulations as well as the Companies Act, 2013.

As mandated by Listing Regulations, none of the Directors is member of more than 10 Board level committees nor are they Chairman of more than five committees in which they are members.

Following is the attendance of Directors at the Board Meetings as well as in committee meetings held during the year 2021-2022 and the last Annual General Meeting (AGM) held on 22.09.2021 are as follows:

Name of Director	Category of Directorship	DIN	Attendance Particulars			Number of other Companies Directorships and Committee memberships/ chairmanships of the company*		
			No. of Board Meetings attended		Last AGM	Other Directorships	Committee Memberships	Committee Chairmanships
			Held	Attended				
Mr. Ramesh Gupta	ED - WTD	00161363	6	6	Yes	--	2	--
Mr. Shamsher Kumar Sharma	ED - MD	08063703	6	6	Yes	--	--	--
Mr. Amit Bhatti*	ED - WTD	08580944	1	1	No	--	--	--
Mr. Ashok Kumar*	NED	07374369	5	5	Yes	--	--	--
Ms. Meenu	NED	08945317	6	6	No	--	1	--
Ms. Pushpa Devi	NED - ID	08238587	6	6	No	--	3	1
Ms. Puja	NED - ID	08054543	6	6	Yes	--	3	2

*ED stands for Executive Director; WTD stands for Whole-Time Director, NED stands for Non Executive Director and ID stands for Independent Director.

Notes: 1. Mr. Amit Bhatti resigned as Whole time Director and CFO of the company with effect from 07/04/2021 and Mr. Ashok Kumar was appointed as Non Executive Director and CFO of the company with effect from 07/04/2021.

Shareholding and Remuneration of Non-Executive Directors (NED):

Name of Director	Category (Rs 2/- paid up)	No. of shares held	Remuneration
Ms. Puja	ID/NED	0	Nil
Ms. Meenu	NED	0	Nil
Ms. Pushpa Devi	ID/NED	0	Nil
Mr. Ashok Kumar*	NED	0	Nil

Mr. Ashok Kumar was appointed as an Additional Director of the company with effect from 07/04/2021.

Familiarization Programme for Independent Directors

Pursuant to the Code of Conduct for Independent Directors specified under the Companies Act, 2013 and requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has framed a familiarization programme for all its Independent Directors to familiarize them on their roles, rights and responsibilities in the Company.

The Familiarization programme for Independent Directors is posted on the website at www.sturdyindustries.com and the direct link to the programme is at <http://www.sturdyindustries.com/pdf/financial/Familiarization%20Programme-Independent%20Director.pdf>.

Role of Board Members:

The Board of Directors of the company directs the company by formulating and reviewing company's policies, strategies and business plans. The Board of the company provides leadership and strategic guidance to the company and exercises control over the company, while remaining at all times accountable to the shareholders.

The Board of Directors of the company is constituted in compliance with the Corporate Governance principles. As on the date of adoption of Corporate Governance Report, the Board is having five members with Ms. Puja Chairing the Board.

The company has not entered into any materially significant transaction with its Directors/Management or relatives etc. affecting the interest of the company at large except in normal course of business.

Procedure of the Board Meetings:

The meetings of the Board are convened by giving appropriate advance notice to the members of the Board and to Stock Exchange.

The Compliance Officer of the company circulates internal notice to all the Board members and division heads asking for the suggestions/details of any matter which requires discussion or approval of the Board so that the same could be incorporated in the agenda of the Board Meeting. The date of

the Board meeting is fixed taking into account convenience and availability of the Board members.

The Board of the company is presented with all the relevant information on various vital matters affecting the working of the company as well as those matters, which require deliberation at the highest level. Board members are given appropriate documents / detailed notes and information in advance of each Board and Committee Meeting. The minutes of the Committee of Board of Directors are taken as read at the meeting of Board for information of the members. The follow up actions of important agenda items of previous Board meeting are placed at the Board meeting for review of the Board.

The Compliance Officer of the company conducts the Board meetings and prepares all documents including minutes of the meeting in compliance with the provisions of the Companies Act, 2013 and other statutory enactments.

Compliance Officer

Mr. Gurwinder Singh, Company Secretary of the company was designated as a Compliance Officer of the company, who resigned with effect from 28th May, 2022. Thereafter, Mr. Ramesh Kumar Gupta, Wholetime Director was appointed as Compliance Officer of the company who can be reached at: **STURDY INDUSTRIES LIMITED, Corporate office or at** Email id: legalsturdy@gmail.com

Directors retiring by Rotation

In compliance with provisions of the Companies Act, 2013, Mr. Ashok Kumar will be retiring by the rotation at the ensuing Annual General Meeting and being eligible, offered himself for re-appointment.

Name	:	Mr. Ashok Kumar
Date of Birth	:	27.06.1960
Date of Appointment	:	07.04.2021
Expertise in Specific	:	Mr. Ashok Kumar has an extensive has background and experience in Finance, Banking, International Business Relations and infrastructure development related activities of the company. He has experience in the aforesaid fields for more than 15 years. He is widely travelled person.
List of outside Directorship	:	Greenway Advisors Private Limited (w.e.f. 25/07/2022).
Membership/Chairmanship of the committees of Board of Directors.	:	Nil
Number of Shares held in the company.	:	Nil

III. COMMITTEES OF THE BOARD

Currently, the Board has three committees: Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee.

1. AUDIT COMMITTEE

The scope of activities of the Audit Committee is as set out as per listing regulations with the BSE Limited read with Section 177 of the Companies Act, 2013.

The terms of reference of the Audit Committee are broadly as follows:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
 - b) Changes, if any, in accounting policies and practices and reasons for the same
 - c) Major accounting entries involving estimates based on the exercise of judgment by management
 - d) Significant adjustments made in the financial statements arising out of audit findings
 - e) Compliance with listing and other legal requirements relating to financial statements
 - f) Disclosure of any related party transactions
 - g) Qualifications in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through and issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

During the Financial Year 2021-2022, 5 (Five) meetings of the Audit Committee were held on 14.05.2021, 11.06.2021, 14.08.2021, 9.11.2021, 01.02.2022.

As on 31st March 2022, the composition of the Audit committee and attendance of the members at the meetings is as under:

S. No.	Name of Director	Category	Designation	No. of Board Meetings attended	
				Held	Attended
1	Ms. Puja	NED - ID	Chairperson	5	5
2	Ms. Pushpa Devi	NED - ID	Member	5	5
3	Mr. Ramesh Gupta	ED - WTD	Member	5	5

*ED stands for Executive Director; WTD stands for Wholetime Director; NED stands for Non Executive Director and ID stands for Independent Director.

All members of the Audit Committee are financially literate and possess requisite accounting or financial management expertise.

The powers, role and terms of reference of the committee are as per Listing Regulations and the committee reviews information as prescribed.

2. NOMINATION AND REMUNERATION COMMITTEE

The role of the Nomination and Remuneration committee is as set out in Part D of Schedule II of SEBI (LODR) Regulations, 2015.

Brief description of terms of reference include the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
5. Assessing and reviewing the performance of Senior/Top Management employees of the company and recommend their remuneration package as per Policy of the company after considering the employment scenario, remuneration package of the industry and remuneration package of the managerial talent of other industries.

Details of remuneration paid to the Director(s) for the financial year ended 31st March, 2022.

The company has paid remuneration to the following director(s) by way of salary, special allowance, performance linked pay and perquisites. The payment of remuneration is within the overall limit as approved by the shareholders of the company.

S. No.	Name	Salary & Allowances (Amount In Lacs)
1	Sh. Ramesh Kumar Gupta	24.00
	TOTAL	24.00

During the financial year ended on 31st March, 2022, 5 (Five) meetings of the Nomination and Remuneration Committee were held on 14.05.2021, 11.06.2021, 14.08.2021, 09.11.2021, 01.02.2022.

As on 31st March 2022, the composition of the Nomination and Remuneration Committee is as given below:

S. No.	Name of Director	Category	Designation	No. of Board Meetings attended	
				Held	Attended
1	Ms. Pushpa Devi	NED- ID	Chairperson	5	5
2	Ms. Puja	NED- ID	Member	5	5
3	Ms. Meenu	NED	Member	5	5

*NED stands for Non- Executive Director and ID stands for Independent Director.

3. SHARE TRANSFER AND INVESTORS' GRIEVANCE (STIG) COMMITTEE

The STIG Committee has been formed pursuant to the listing regulations for specifically looking into redressal of shareholders and investors' complaints such as transfer of shares, non receipt of share certificates, non-receipt of Balance sheet, non receipt of declared dividends and to ensure expeditious transfer process.

During the Financial Year 2021-2022, 5 (Five) meetings of the committee were held on 14.05.2021, 11.06.2021, 14.08.2021, 09.11.2021, 01.02.2022.

The details of present composition of the STIG committee and attendance of the members at the meetings are as under:

S. No.	Name of Director	Category	Designation	No. of Board Meetings attended	
				Held	Attended
1	Ms. Puja	NED - ID	Chairperson	5	5
2	Ms. Pushpa Devi	NED - ID	Member	5	5
3	Mr. Ramesh Gupta	ED - WTD	Member	5	5

*ED stands for Executive Director; WTD stands for Wholetime Director, NED stands for Non- Executive Director and ID stands for Independent Director.

All complaints received from the shareholders were resolved to their satisfaction.

IV. SHAREHOLDERS INFORMATION

General Body Meetings

Particulars of General Meetings held in last three years:

AGM/EGM	Year	Venue	Day & Date	Time	No. of Special Resolution passed
32 nd AGM	2020-2021	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").	Wednesday, the 22 nd day of September, 2021.	11.00 A.M.	6
31 st AGM	2019-2020	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").	Wednesday, the 30 th day of September, 2020.	11.00 A.M.	2
30 th AGM	2018-2019	Plot Number 21, Industrial Area, Baddi, District Solan, Himachal Pradesh.	Saturday, the 28 th day of September, 2019.	09.30 A.M.	6

(Annual Report 2021-22)

V. DISCLOSURES:

Related Party Transactions

During the year, there were materially significant transactions with related parties that may have potential conflict with the interests of the company in large. The transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in the Balance Sheet (See Note 10 to the Notes of Accounts of financial statements in the Annual Report). Also, there has not been any non-compliance done by the company in this regard.

The Policy on dealing with Related Party Transactions as approved by the Board is posted on the company Website at www.sturdyindustries.com and direct link to the policy is at <http://www.sturdyindustries.com/pdf/financial/Related%20Party%20policy.pdf>.

No penalties or strictures were imposed by the Stock Exchange, SEBI or any other Statutory Authority on any matter related to Capital Markets during the last three years.

The company follows Accounting Standards issued by the Institute of Chartered Accountants of India in the preparation of financial statements and the company has not adopted a treatment different from that prescribed in the Accounting Standards or revised relevant schedule of the Companies Act, 2013 read with rules made there under there under.

The company has not adopted any non-mandatory requirements. The company has adopted Vigil Mechanism/ Whistle Blower Policy.

The Management affirms that no person has been denied access to the Audit Committee. All details relating to financial and commercial transactions where Directors may have pecuniary interest are provided to the Board and the interested Directors neither participate in the discussion, nor do they vote on such matters. In matters other than those with pecuniary interests, the Directors are considered to be interested to the extent of their shareholding in the company and following was the status of their shareholding as on 31st March, 2022:

S. No.	Name of the Director	Number of Shares held (As on 31 st March, 2022)
1.	Sh. Ramesh Kumar Gupta	6,727,501
2.	Sh. Shamsheer Kumar Sharma	Nil
3.	Sh. Ashok Kumar	Nil
4.	Smt. Puja	Nil
5.	Smt. Pushpa Devi	Nil
6.	Smt. Meenu	Nil

Risk Management

The company periodically identifies, assesses and monitors risks associated with project implementation, foreign exchange fluctuation, processes and systems, statutory compliances, HR policies etc. The Internal Auditor conducts periodical audits and reports to the Audit Committee at its

meetings on the adequacy of the procedures.

Details of use of proceeds from Public/Rights Issue

During the year, the company did not raise any money through public issue, right issues or preferential issues and there was no unspent money raised through such issues.

Details of Directors appointed/re-appointed

The details of Directors being appointed/re-appointed, have been disclosed in the Notice and explanatory statement attached thereto for the AGM, i.e. a brief resume, nature of expertise in specific functional areas, names of directorships and committee memberships and their shareholding in the company.

Code of Conduct

The company has adopted a code of conduct for the members of the Board and for every employee of the company in compliance with the provisions of Listing Regulations. Commitment to ethical professional conduct is a must for every employee, including Board members and senior management. The code is intended to serve as a basis of ethical decision making in conduct of professional work. The code of conduct enjoins that each individual must know and respect existing laws, accept and provide appropriate professional views and be upright in his conduct and observe corporate discipline. All Board members and senior Management personnel affirm compliance with the code of conduct annually. The Code of conduct has been posted on the website of the company at www.sturdyindustries.com and direct link to the code of conduct is at <http://www.sturdyindustries.com/pdf/financial/Code%20of%20Conduct%20for%20Directors%20and%20employees.pdf>.

A declaration signed by the Managing Director (MD) to this effect is given below:

"I hereby confirm that, the company has obtained from all the members of the Board and Senior Management, affirmation that they have complied with the Code of Conduct for Directors and Senior Management in respect of the financial year 2021-2022."

Place: Parwanoo
Date: 05.09.2022

Sd/-
(Shamsher Kumar Sharma)
Managing Director

Details of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI, or any other statutory authority on any matter related to capital markets, during the year.

During the financial year under review no penalty and stricture was imposed on the company by Stock Exchange or SEBI or any other statutory authority.

MANAGEMENT

The management discussion and analysis report giving an overview of the Industry, company's Business and its financials is provided separately as a part of this Annual Report.

INSIDR TRADING

Pursuant to Securities and Exchange Board of India [Prohibition of Insider Trading] Regulations, 2015 the company has prescribed a Code of Conduct for Prevention of Insider Trading and a Code of Corporate Disclosure Practices.

The code lays down guidelines and procedures to be followed and disclosures to be made while dealing with securities of the company. Under this code, Directors including Insiders (i.e. Designated Employees) are prevented from dealing in the company's shares. To deal in Securities beyond specified limits, permission of Compliance Officer is required. All Designated Employees are also required to disclose related information as defined in the Code. The purpose of the code is also to guide company's transaction and dissemination of price sensitive information to outside agencies and to ensure timely and adequate disclosures thereof to regulatory authorities on a continuous basis.

SUBSIDIARY COMPANIES

The company does not have any subsidiary company.

VI. MEANS OF COMMUNICATION

Apart from furnishing the copies of the Unaudited Quarterly, Half yearly and Audited Results to all the stock exchanges where the shares of the company are listed, the company publishes the result in newspapers. The financial results of the company and other information pertaining to the company is available on the company's website i.e. <http://www.sturdyindustries.com/>. The company's website contains a separate dedicated section Investor's where shareholders information, annual report and other policies & programmes are available in downloadable form.

VII. GENERAL SHAREHOLDERS' INFORMATION

Annual General Meeting proposed to be Held

Day, Date & Time	:	Friday, 30 th day of September, 2022 at 11:00 A.M.
Venue	:	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Financial year : 1st April 2021 to 31st March 2022.

Financial Calendar 2021-22 (Tentative)

Results for the quarter ended 30 th June, 2022	: By 14 th August, 2022
Results for the quarter ended 30 th Sep, 2022	: By 14 th November, 2022
Results for the quarter ended 31 th Dec, 2022	: By 14 th February, 2023
Results for the quarter ended 31 st March, 2023	: By 30 th May, 2023

Book Closure Dates: Friday, 23rd September 2022 to Friday, 30th September 2022 (Both days inclusive).

Listing on Stock Exchange

Bombay Stock Exchange Limited, Mumbai.

Registrar and Share Transfer Agents

Skyline Financial Services Private Limited,
D-153 A, Okhla Industrial Area,
Phase-1, New Delhi- 110020
E-mail: admin@skylinerta.com

Share Transfer System

Applications for transfer of shares held in the physical form are received at the Corporate Office of the company at 55-57, Industrial Area, Sector I, Parwanoo, Himachal Pradesh. All valid transfers are processed and brought into effect within a period of 15 days from the date of receipt.

Shares held in the dematerialized form are electronically traded in the Depository and the Registrar and Transfer agents of the company periodically receive from the Depository the beneficiary holdings so as to enable them to update their records and to send all corporate communications, dividend warrants, etc.

The company had made agreements with both depositories i.e., CDSL and NSDL. Now, the shareholders of the company can dematerialize their shares with CDSL and NSDL. Physical shares received for dematerialization are processed and completed within a period of 15 days from the date of receipt, provided they are in order in every respect. Bad deliveries are immediately returned to Depository Participants under the advice to the shareholders.

Dematerialization of shares and liquidity

The Equity Shares of the company have been admitted by both depositories namely, NSDL and CDSL.

BSE Scrip ID 530611

DEMAT - ISIN Equity Share: INE134F01026

As on 31st March, 2022, 12,91,97,444 equity shares representing 85.42% of the company's total paid up capital have been dematerialized.

STOCK DATA

The table below gives the monthly high and low prices and volumes of trading of Equity Shares of the company at Bombay Stock Exchange Limited (BSE) for the year 2021-2022. (Face Value Rs. 2/- per share).

BOMBAY STOCK EXCHANGE			
Month & Year	High	Low	Volume (Number of Trades)
April, 2021	0.43	0.38	16
May, 2021	0.42	0.33	83
June, 2021	0.56	0.33	141
July, 2021	0.61	0.39	105
August, 2021	0.59	0.53	14
September, 2021	0.52	0.45	11
October, 2021	0.43	0.37	29
November, 2021	0.56	0.34	1333
December, 2021	0.63	0.38	2947
January, 2022	0.69	0.46	1799
February, 2022	0.55	0.49	113
March, 2022	0.47	0.34	803

Distribution of shareholding as at 31.03.2022:

Distribution of shareholding of the equity shares of the company by size and ownership class as on 31.03.2022 is as under:

(a) Shareholding pattern by size:

Shares holding Nominal Value of (Rs.)	Number of Shareholders	% to Total Numbers	Share holding Amount (Rs.)	% to Total Amount
1	2	3	4	5
Up To 5,000	5061	67.18	9044782	2.99
5001 To 10,000	1168	15.50	9775012	3.23
10001 To 20,000	524	6.96	8737394	2.89
20001 To 30,000	279	3.70	7010060	2.32
30001 To 40,000	101	1.34	3763482	1.24
40001 To 50,000	77	1.02	3674778	1.21
50001 To 1,00,000	146	1.94	11336760	3.75
1,00,000 and Above	178	2.36	249165120	82.37
Total	7534	100%	302507388.00	100%

(Annual Report 2021-22)

(b) Shareholding Pattern by ownership:

Category	Number of Shares held	Voting Strength (%)
Promoters Holding	3,71,11,017	24.54
Non-Promoter Holding	11,41,42,677	75.46

Registered Office and Plant Locations

- I) 21, Industrial Area, Baddi, District Solan, Himachal Pradesh.
- II) Village Saidpura, Derabassi, Punjab.
- III) Village Bhatoli Khurd, Baddi, Himachal Pradesh.
- IV) 36-37, Industrial Area, Sector-1, Parwanoo, Himachal Pradesh.
- V) 44-45, Industrial Area, Sector-1, Parwanoo, Himachal Pradesh.
- VI) Industrial Growth Centre, Chatabari, Chaygaon, District Kamrup, Assam.
- VII) Behind Plot 21, HPSIDC-Village Judikalan, Near IOC Bottling Plant, Tehsil Nalagarh, District-Solan, Himachal Pradesh-173205.

Address for Correspondences

55-57, Industrial Area, Sector I, Parwanoo, District Solan, Himachal Pradesh-173220.

Adoption of Non-Mandatory Requirements:

The company is taking steps to comply with the non-mandatory requirements. The Board wishes to ensure that the non-mandatory disclosures requirements would be complied in the near future.

**FOR & ON BEHALF OF THE BOARD
STURDY INDUSTRIES LIMITED**

PLACE: Parwanoo
DATE: 05.09.2022

Sd/-
(SHAMSHER KUMAR SHARMA)
(DIN: 08063703)
MANAGING DIRECTOR

Sd/-
(RAMESH GUPTA)
(DIN: 00161363)
WHOLE TIME DIRECTOR

Certificate of Compliance with the Code of Business Conduct

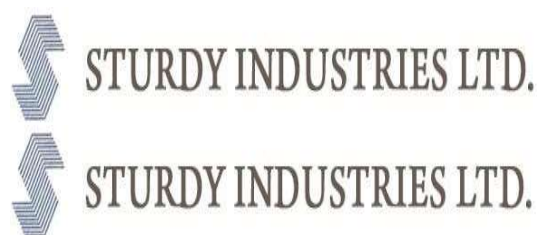
To,
The Members,
STURDY INDUSTRIES LIMITED

STURDY INDUSTRIES LIMITED has in place a Code of Business Conduct (the “Code”) for its Board of Directors, Senior Management Personnel and other employees of the Company. I report that the Board of Directors have received affirmation on compliance with the Code from the members of the Board and Senior Management of the Company for the year under review.

By order of the Board
For STURDY INDUSTRIES LIMITED

PLACE: PARWANOO
DATE: 05/09/2022

Sd/-
RAMESH GUPTA
WHOLE TIME DIRECTOR (DIN: 00161363)
HOUSE NUMBER 11-12, SECTOR 1,
PARWANOO, HIMACHAL PRADESH- 173205.



AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

UDIN: 22091673AJAOWY3888

To the Members of
Sturdy Industries Limited,

We have examined the compliance of conditions of Corporate Governance by STURDY INDUSTRIES LIMITED for the year ended on 31st March 2022 as stipulated in the listing regulations of the SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof adopted by the company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statement of the company.

On the basis of our review of the relevant records and documents maintained by the company and furnished to us for review and the information and explanation given to us by the company we certify that the company complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

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

For K SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGD No. 012458N

Sd/-
(CA KULTAR SINGH)
FCA, PARTNER

PLACE: CHANDIGARH
DATE: 16.05.2022

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The report on Management Discussion and Analysis is akin to the company's performance in the current economic and industry scenario. The report also details the threats perceived and the opportunities available to the company.

I. INDUSTRY STRUCTURE AND DEVELOPMENT:

Sturdy Industries Limited was incorporated in 1989. The company is involved in business of Aluminum Conductor, Pipes and fitting, Irrigation System, ACC & ACP Sheets and Trading in Polymers & Aluminum etc. Our business interest comprises Irrigation Systems - Drip and Sprinkler Irrigation, Power generation products- Aluminum Conductors, cables, wire rods, I.T. Infrastructure products - HDPE PLB Ducts. The company has successfully sailed through the turbulent waters of overall economic recession and today the company is a leading manufacturer of specialized irrigation system and aluminium conductors in India. The company's product portfolio is increasing. The company has already ventured into the Power Sector and the Management is working on the same so that the ambit of the company widens and the company can grow steadfast in the new areas. The core competence of the company remains to add on activities which are the need of the hour and be a leader in the Industry.

During the financial year under review, the company has achieved turnover of Rs. 2,041.72 Lakhs as compared to previous year's turnover of Rs. 5,118.95 Lakhs. The turnover of the company has fallen substantially. The financial expenses of the company have also proportionally decreased to Rs. 2,527.81 Lakhs. The company has earned a profit of Rs. 354.91 Lakhs (after tax and other comprehensive income) during the financial year under review. The company has met the standards set by the Management and the Management is committed to scale new heights and peaks in the times to come. The company further strengthened and is able to compete in original sector with large players. The driving force behind the company's success is the able guidance and experience of Mr. Shamsheer Kumar Sharma and Mr. Ramesh Gupta. The management's vision to be a Leader in the Industry is being achieved and the commitment to achieve this is unmatched.

II. OPPORTUNITIES AND THREATS:

Opportunities and risks go side by side in the business and one cannot have only opportunities and no risks. The major risk that is perceived is low quality products being manufactured at lower cost and thrown into the market by the competitors. The company's initiatives in this direction help the company to perceive risks and be ready to counter them. The company is expanding its manufacturing capacity for the domestic and the export markets. The company has to sustain its growth, retain its leadership and for that no stone is left unturned. Consistent efforts are put in to cover the risks in the business. Pricing and procurement risks are reduced through integrated management efforts and plans. The key competitive strengths of the company are:

1. Strong brand name in the Industry
2. Increasing product base
3. Cost competitiveness
4. Venturing into expansion and reaching new horizons
5. Diverse revenue streams

III. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE SEGMENT-WISE/PRODUCT-WISE PERFORMANCE

A) PRIMARY SEGMENT

The company's primary segment includes Aluminum Conductor, Pipes and fitting, Irrigation System, ACC and ACP Sheets and Trading in Polymers and Aluminum etc.

The details of primary segment information and revenue for the Financial Year ended 31st March, 2022 areas follows:

(Rs. In Lakhs)						
S. No.	Description	(Manufacturing) Plastic Pipes & Irrigations	(Manufacturing) Aluminum Divisions	Trading	Others	Total
1.	Sales	721.43	189.58	298.00	832.72	2041.72
2.	Total Revenue	721.43	189.58	298.00	832.72	2041.72
3.	Segment Result	-	-	-	-	-
4.	Interest	-	-	-	-	23.44
5.	Profit/Loss before Tax	-	-	-	-	(486.09)
6.	Extraordinary Items	-	-	-	-	-
7.	Provision for Current Tax/ Deferred Tax	-	-	-	-	(844.66)
8.	Profit/Loss from continuing operations	-	-	-	-	358.57
9.	Segment Assets	-	-	-	-	13552.34
10.	Segment Liabilities	-	-	-	-	13552.34
10.	Capital Expenditure	-	-	-	-	-
12.	Depreciation	2.06	274.86	-	-	276.93

B) SECONDARY SEGMENT

The company caters all over the country.

IV. OUTLOOK

The key products of the company are as follows:

- Micro Irrigation Systems, sprinkler and drip irrigation systems and HDPE, PVC and LLDPE pipes. The SWATI brand of the company's products have made a mark for itself in the Industry
- Metallic/colored Aluminum composite panels and sheets with SUNBOND brand name is well accepted in the market.
- Power transmission and distribution infrastructure comprising Aluminium conductors, cables and aluminium wires.
- The new line being added to the company's product portfolio is venturing into the Power Sector i.e. by setting up of EPC division.

EXPORTS

The company's initiatives in this direction are expected to bear fruits in the coming times as with the appointment of Distributors abroad the company has been able to make its name in the Foreign Market. The management is exploring new ways and means to venture into the other parts of the world and the talks and negotiations are on for the export of different products under the ambit of the company. The company has been exporting its products to UAE, Mauritius, Spain, Africa, Switzerland, Bulgaria, among others.

V. RISKS AND CONCERNS

Risk means uncertainties about events and their outcomes that could have a material impact on the performance and projections of the company. Since risk is inherent in every business, it is the company's responsibility to minimize its incidence in order to protect and enhance shareholder value.

Our framework for combating risks recognizes that risks may be divided into two broad categories - risks that are common and relevant for most business in general and risks that are more specifically applicable to the company and business in particular. The Risk Management Policy at STURDY INDUSTRIES LIMITED inter-alia provides for Risk identification, assessment, and reporting and mitigation procedure. The Policy is continuously updated and adopted to the changing environment in which the company operates.

Risks of General Nature

Risks relating to the general macroeconomic environment of the company include risks associated with political and legal changes, changes in tax structures, and commercial rules and laws. The company keeps a proactive track to anticipate such changes and mitigate associated risks to the extent possible.

Risks related to man-made and natural disasters such as explosions, earthquakes, storms as well as civil disturbances are handled by following best practices in the design of structures and "safety first" as a guiding principle while designing technical and business processes duly supplemented with requisite insurance coverage.

The third set of general risks relates to risks from market led changes. These include risks associated with sudden fall in GDP and growth rates, overall market condition in India and abroad, or sudden changes in market preferences. The mitigation of these risks is achieved by a cost-effective and flexible working structure which would allow the company to scale up or scale down working in affected areas in accordance with the changes.

Specific Risks

We have identified the some specific risks that need more detailed attention in the present circumstances and business of the Company. The Company is structurally focusing on increasing the revenue from other manufacturing business streams and strategically enhancing the growth of these segments, which will help is off-setting the over dependence on the watch segment.

Risk related to Personnel

Our business is increasingly dependent on the skills and competencies of our employees and management team. The general war for talent in our growing economy has created a risk related to the retention of key personnel both in manufacturing and retail sector. This risk is mitigated through effective HR policies relating to recruitment and retention and a proactive remuneration and rewards policy that is periodically reviewed at the highest management level.

VI. INTERNAL CONTROL SYSTEM

A strong internal control culture is an important focus and thrust area in the company. The company has comprehensive internal systems, controls and policies for all the major processes to ensure the reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedures, laws and regulations, safeguarding of assets and economical and efficient use of resources. The formalized systems of control facilitate effective compliance as per Listing Agreement/ SEBI (LODR) Regulations, 2015. The company also has well documented Standard Operating Procedures (SOPs) for various processes which are periodically reviewed for changes warranted due to business needs. The company has clearly defined roles and responsibilities for all managerial positions and all operating parameters are monitored and controlled. The company has a sound internal control system for financial reporting for various transactions, efficiency of operations and compliance with relevant laws and regulations. Suitable delegation of power and also the guidelines for preparation of accounts have been issued for uniform compliances. The company has established a separate internal Control department to exercise the various controls and see check that all the organization's departments function properly. The internal control department reviews the effectiveness and efficiency of these systems to ensure that all assets are protected against loss and that the financial and operational information is complete and accurate. The scope and authority of the Internal Audit activity are well defined in the Internal Audit scope and guidelines, approved by the Audit Committee. Internal Auditors develops a risk based annual audit plan with inputs from major stake holders and the major focus areas as per previous audit reports.

VII. HUMAN RESOURCE AND INDUSTRIAL RELATIONS

The company believes that the quality of its employees is the key to its success in the long run and is committed to provide necessary human resource development and training opportunities to equip them with skill, enabling them to adapt to contemporary technological advancements. We lay special emphasis to the human resources function and believe that our opportunities and competitive compensation policy help us in attracting and retaining our personnel. We have an elaborate performance system in place comprising goal setting and periodic reviews (including confirmation and annual reviews). The review sessions impress upon several aspects of the professional's careers such as career and competency, individual preferences and organizational needs. Our compensation package has a fixed component in line with the industry standards and a variable component linked to the corporate and individual performance.

VIII. CORPORATE IMAGE BUILDING

The company continued with the corporate image building initiatives in 2021-2022 with focus on the Customer contact programs. Emotional Connect initiatives such as performing Puja during the delivery of goods and customer meets were organized. This along with well-planned media relations activities made sure company's growth story was present in the mass media throughout the year. The company explored branding and communications with a view to explore both, external and internal communications to best effect. Our credit screens and processes are aligned to deliver superior customer service to our target customers who are largely first time buyers and small customers in deeper reaches of rural and semi urban India. On the other hand our captive team focuses on converting our existing customers into lifelong customers. The company continues to invest time and money in further refining sales processes and systematic measurement of process metrics, aimed at improving efficiency and customer satisfaction. Significant investments in branch network and sales force automation will hold the key to winning customers in an ever increasing competitive environment.

IX. FUTURE PROSPECTS

Considering the overall business conditions, the company is confident about its future prospects. The Directors are striving hard to bring better symmetries of proper utilization of resources and to accomplish the basic goals with an overall objective of customer satisfaction. The low manufacturing cost of our products is our basic strength and the company offers the good quality products to its customers at an acceptable price. The ever rising raw material cost is a growing concern to all. Aluminum, plastic and energy costs have recorded historical high prices and with energy crisis the company expects the raw material costs and bank rate of interest to remain high. The company will continue to strike for correct selling price in order to maintain an acceptable profit margin. Management believes that with the ongoing efforts to control overall cost, improve plant efficiency and create the right mix of products, the company will emerge as the most successful company in India.

X. CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the company's Structure, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results could 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/ would operate, changes in the Government regulations, tax laws and other statutes and other incidental factors.

FOR & ON BEHALF OF THE BOARD

DATE: 05.09.2022

PLACE: PARWANOO

Sd/-	Sd/-
(SHAMSHER KUMAR SHARMA)	(RAMESH GUPTA)
(MANAGING DIRECTOR)	(WHOLE TIME DIRECTOR)
(DIN: 08063703)	(DIN: 00161363)



INDEPENDENT AUDITORS' REPORT

UDIN: 22091673AJAOWY3888

To the Members of
Sturdy Industries Limited.

Report on the Audit of the standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of STURDY INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2022, 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 ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its loss, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with Standards on Auditing (SAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. 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. The following matters were identified as key audit matters in our audit.

Key Audit Matter	How our report addressed the Key audit matter.
<p>1. Evaluation of Uncertain tax positions</p> <p>The Company is having tax jurisdiction in Delhi region and is subject to periodic challenges by the local tax authorities on the range of tax matters during the normal course of business. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having impact on related accounting and disclosures in the standalone financial statements.</p> <p>Refer Para 7 (b) of CARO.</p>	<p>Our audit procedure include the following substantive procedures:-</p> <ul style="list-style-type: none"> ➤ Obtained understanding of key uncertain tax positions; and ➤ We along with company tax experts:- <ul style="list-style-type: none"> a) Read and analyzed select key correspondences, consultation by the management with the external tax professionals working on key uncertain tax positions. b) Discussed with the appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions if any to be made; and c) Assessed management's estimate of the possible outcome of the disputed cases;
<p>2. Related Party Transactions</p> <p>During the year, the company made sales and purchases with Related party. Determination of transaction price for such related party transaction in the normal course of business is Key audit matter considering the significance of transaction value and significant judgments involved in determining the transaction value.</p>	<p>How our audit addressed the Key audit Matter.</p> <ul style="list-style-type: none"> ➤ Our Audit procedure included the considering the compliance with various requirement for entering in such related party transaction ➤ We performed test of control over related party transaction through inspection of evidence of performance of these controls. <p>We have assessed the disclosures in accordance with Ind AS-24"Related Party Disclosures".</p>
<p>Going Concern Assessment</p> <p>As per the equity and reserves of the financial statements which indicates that the company has accumulated losses and its net worth has been fully eroded, the company has also incurred a net loss and also net cash loss during the current year and previous years, and the company is also not able to pay interest on long term borrowing nor is able to recover long term advances given by the company and unable to recover the debtors in the current and last financial year. These conditions, along with other matters set forth in note 4 & 6 indicate the existence of a</p>	<p>Our audit procedures were focused on obtaining sufficient audit evidence that are going concern assessment made by the Company is not materially misstated .These procedures included, but were not limited to, the following:</p> <p>We analyzed management's report to gain an understanding of the inputs and process underpinning the cash flow model prepared for the purpose of the going concern assessment.</p> <p>We reviewed the operating performance of the Company to evaluate whether or not they are</p>

<p>material uncertainty that may cast significant doubt about the company's ability to continue as a going concern. However, the financial statements of the company have been prepared on a going concern basis.</p> <p>The availability of sufficient funding and the testing of whether the company will be able to continue meeting its obligations under the financing covenants are important for the going concern assumption and as such are significant aspects of our audit. This test or assessment is largely based on the expectations of and the estimates made by the management. The expectation and estimates can be influenced by the subjective elements such as future cash flows, forecasted results and margin from the operations. Estimates are based on assumptions, including expectations regarding future developments in the economy and the market.</p>	<p>actually generating positive EBITDA.</p> <p>We assessed the possible mitigating actions identified by management in the event that actual cash flows are below forecast.</p>
---	---

Emphasis of Matter

Attention is invited to Note No. 27 of the financial statements. The company has made provision for doubtful debtors amounting to Rs. 726.36 Lacs, the management of the company is of the view that these are long outstanding and time barred debtors and could not be recovered, however the company is making efforts to recover the same, hence as a result of such provision the loss to that extent has been increased.

Since the bank categorized the account of the company as NP A (Sub-Standard Assets) on 30/09/2020, the company has not booked the interest expenses for the quarter ending 31/03/2022 in the books and in year to date.

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 including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets

of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility 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 opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirement's

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:-
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) Except for the effects of the matter described in the basis for Qualified opinion paragraph above, in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind As) specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies(Accounts) Rules,2014;
 - e) The matters described in the basis for Emphasis of matter paragraph above, in our opinion, can adversely affect the functioning of the company.

f) On the basis of written representations received from the directors as on March 31, 2022, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, from being appointed as a director in terms of section 164(2) of the Companies Act, 2013.

g) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above.

h) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such control, refer to our separate report in Annexure "B" and

i) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of Companies (Audit and Auditors) Rules, 2014 in our opinion and to the best of our information and according to explanations given to us:

i. The company has not disclosed the impact of pending litigations in its financial statements.

ii. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There no amounts which required to be transferred, to the Investor Education and Protection Fund by the company.

**FOR K SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm No. 012458N**

**Sd/-
Kultar Singh
Partner
Membership No. 091673
UDIN: 22091673AJAOWY3888**

**PLACE: Chandigarh
DATED: 16/05/2022**

ANNEXURE – A TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date).

(i) (a) i. The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets;

ii. The Company has maintained proper records showing full particulars of intangible Asset

(b) The Company has a program of verification to cover all items of property, plant and equipment in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. Pursuant to the programme, a portion of the property, plant and equipment have been physically verified by the management during the year and no material discrepancies have been noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties and/or lease agreements where immovable properties are taken on lease are held in the name of the Company.

(d) The company has not revalued its Property, Plant and Equipment (including right of use assets) or intangible assets during the year.

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

(ii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company the Management has conducted physical verification of the inventories at reasonable intervals. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed during such verifications.

(b) The Company has been sanctioned working capital limits in excess of Rs Five crores in aggregate from a bank on the basis of security of the current assets. Since the Account has been declare NPA by the Bank no quarterly returns and stock statements are being submitted by the company to the bank .

(iii) The Company has not made any investments in other companies, provided any guarantee or security nor granted any secured or unsecured loans to companies , firms, LLP or any other parties henceforth clause (a) to (f) are not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has not advanced any loans , made investments, guarantees and security to the parties covered under section 185 and 186 of the companies Act.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public as per the provisions of section 73 to 76 or any other relevant provisions of the

Act and the Rules framed there under to the extent notified.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government of India for the maintenance of cost records under section 148(1) of the Act and we are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete. The last cost audit of the company was conducted upto 31/03/2021

(vii) (a) According to the information and explanations given to us and based on the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Excise Duty, Custom Duty, Goods and Service Tax, Cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) According to the information and explanations given to us and based on the records of the Company examined by us, the particulars of dues of Income Tax, Service Tax, Sales Tax, Excise Duty, Custom Duty, Value Added Tax, Goods and Service Tax, Cess and other statutory dues as at 31st March 2022 which have not been deposited on accounts of disputes are as follows:

Name of the Statute (Nature of Dues)	From where Dispute is pending	Period to which the amount relates	Amount Involved (Rs. in Lacs)
Central Excise Act	Tribunal	2004-05 to 2013-14	208.28
CIT(Appeal)	NFAC Delhi	2017-18	679.85

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

(ix) (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has defaulted in repayment of loans or borrowings to the bank and the account is NPA with PNB and Indian Bank (Earlier Allahabad Bank) The company has outstanding dues amounting to Rs 18831.04 Lacs to financial institution as at the balance sheet date.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or other lender

(c) No term loans was obtained during the year by the Company .

(d) No funds for the short term were raised during the year by the Company.

(e) The Company does not have subsidiaries, associates or joint ventures. Hence the reporting requirements of paragraph 3(ix)(e) of the Order are not applicable.

(f) The reporting requirements of paragraph 3(ix)(f) of the Order are not applicable as the Company does not have subsidiaries, associates or joint ventures.

(x) (a) In our opinion, and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xi) (a) No material fraud on or by the Company has been noticed or reported during the year nor have we been informed of any such case by the Management.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report

(c) As represented by the management, there are no whistle blower complaints received by the company during the year.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, reporting as per paragraph 3 para (xii) of the Order is not required.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

(xiv) The Company has not an internal audit system commensurate with the size of the company hence no internal audit reports are available for our comments.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with its directors or persons connected with them. Accordingly, reporting as per paragraph 3(xv) of the Order is not required.

(xvi) (a) In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, hence reporting requirement of paragraph 3(xvi) (a), (b) and (c) of the Order are not applicable to the Company.

(xvii) The Company has incurred cash losses of Rs 599.07 Lacs in the financial year and Rs. 292.08 Lacs in the immediately preceding financial year

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, it has come to our attention, which causes us to believe that material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) There no ongoing projects relating to CSR hence no unspent amounts towards such requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Further the company has not undertaken any ongoing project as a part of CSR Accordingly, reporting under clause 3(xx)(a) and (b) of the Order are not applicable for the year.

(xxi) The company has no subsidiary hence no consolidation of financial statements and therefore this para is not applicable.

**FOR K SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm No. 012458N**

**Sd/-
Kultar Singh
Partner
Membership No. 091673
UDIN: 22091673AJAOWY3888**

**PLACE: Chandigarh
DATED: 16/05/2022**

Annexure - B to the Auditors' Report**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

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

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

**FOR K SINGH & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm No. 012458N**

**Sd/-
Kultar Singh
Partner
Membership No. 091673
UDIN: 22091673AJAOWY3888**

**PLACE: Chandigarh
DATED: 16/05/2022**

STURDY INDUSTRIES LIMITED - BADDI H.P.
CIN: L25209HP1989PLC009557
Balance Sheet as at 31st March, 2022

(All Amount in INR Lakhs, unless otherwise stated)

Assets	Notes	31-Mar-2022	31-Mar-2021	31-Mar-2020
Non-Current Assets				
(a) Property, Plant and Machinery and Equipment	2	3,300.10	4,428.69	5,166.03
(b) Capital Work in Progress	2	164.22	164.22	164.22
(c) Goodwill				
(d) Other intangible Assets		76.40	76.40	76.40
(e) Intangible assets under development		-	-	-
(f) Financial Assets		-	-	-
(i) Investment	3	31.07	31.07	31.07
(ii) Loans		-	-	-
(iii) Other financial Assets	4	1,911.62	2,286.41	1,975.48
Total Non-Current Assets		5,483.41	6,986.78	7,413.19
Current Assets				
(a) Inventories	5	315.12	441.21	871.64
(b) Financial Assets		-	-	-
(i) Investment		-	-	-
(ii) Trade receivable	6	3,174.61	3,888.67	5,448.03
(iii) Cash and Cash equivalents	7	45.23	35.59	44.26
(iv) Bank balances other than (iii) above	8	215.83	692.85	657.59
(v) Loans		-	-	-
(vi) Other financial Assets	9	79.88	214.20	512.37
(c) Other current Assets	10	-	-	0.53
Deferred Tax Asset	17	4,238.26	3,393.60	
Total Current assets		8,068.93	8,666.12	7,534.42
Total Assets		13,552.34	15,652.90	14,947.61

Significant Accounting Policies &

1-28

Notes to Financial Statements

The Accompanying notes are integral part of these Financial Statements

AUDITOR' REPORT

as per our separate report of even date annexed hereto

For K.SINGH & ASSOCIATES.

CHARTERED ACCOUNTANTS,
Firm Registration No.: 012458N Sd/-

Sd/-
CA Kultar Singh
PARTNER
 M. No.: 091673
 Dated: 16/05/2022
 Place: Chandigarh
 (UDIN: 22091673AJAOWY3888)

GURWINDER SINGH
 Company Secretary
 M.NO. A52827

Sd/-

S.K. Sharma
 M.D.
 DIN-08063703

**on behalf of the Board of Directors
for STURDY INDUSTRIES LTD.**

Sd/-

RAMESH GUPTA
 WTD
 DIN-0161363

Sd/-

ASHOK KUMAR
 NED cum CFO
 DIN-07374369

STURDY INDUSTRIES LIMITED - BADDI H.P.

CIN:L25209HP1989PLC009557

Balance Sheet as at 31st March, 2022

EQUITIES AND LIABILITIES	Notes	31-Mar-2022	31-Mar-2021	31-Mar-2020
1. Equity				
(a) Equity Share Capital	11	14,685.07	14,685.07	14,685.07
(b) Other Equity		0.00	0.00	0.00
		0.00	0.00	0.00
Equity component of compound financial instruments		0.00	0.00	0.00
Reserves and surpluses	12	(25,228.16)	-25,585.24	-22,645.18
Other reserve		2,735.97	3,433.47	3,433.47
Total Equity		(7,807.12)	-7,466.70	-4,526.64
2. LIABILITIES				
i. Non-current Liabilities				
Financial Liabilities				
(i) Long Term Borrowings	13	-	12,953.83	12,184.90
(ii) Other Financial Liabilities	14	2,156.94	2,035.17	1,861.95
Long Term Provisions	15	8.38	8.38	8.38
Employee Benefits Obligations	16	73.50	67.94	64.74
Deferred Tax Liabilities	17		-	-2,339.79
Governments grants		-	-	-
Other non-Current Liabilities		-	-	-
Total Non-current Liabilities		2,238.83	15,065.32	11,780.19
Current Liabilities				
Financial Liabilities				
Short Term Borrowings	18	18,831.04	7,180.67	3,381.88
Trade Payable	19	271.33	851.20	4,271.61
Other Financial Liabilities		0.00	0.00	0.00
Short Tem Provisions	20	18.26	22.39	40.57
Employee Benefits Obligations				
Deferred Tax Liabilities				
Total Current Liabilities		19,120.63	8,054.27	7,694.06
Total Liabilities		21,359.46	23,119.59	19,474.25
Total equity and liabilities		13,552.34	15,652.90	14,947.61

Significant Accounting Policies &
Notes to Financial Statements

1-28

The Accompanying notes are integral part of these Financial Statements

AUDITOR' REPORT

as per our separate report of even date annexed
hereto

**on behalf of the Board of Directors
for STURDY INDUSTRIES LTD.**

For K. SINGH & ASSOCIATES.

CHARTERED ACCOUNTANTS,

Firm Registration No.: 012458N Sd/-

Sd/-

GURWINDER SINGH

CA Kultar Singh
PARTNER

Company Secretary
M.NO. A52827

Sd/-

S.K. Sharma

M.D.

DIN-08063703

Sd/-

RAMESH GUPTA

WTD

DIN-0161363

Sd/-

ASHOK KUMAR

NED Cum CFO

DIN-07374369

M. No.: 091673

Dated: 16/05/2022

Place: Chandigarh

(UDIN: 22091673AJAOWY3888)

STURDY INDUSTRIES LIMITED - BADDI H.P.

CIN: L25209HP1989PLC009557

Statement of Profit and Loss for the year ended 31st March, 2022

	Notes	31-Mar-2022	31-Mar-2021
Continuing Operations			
Revenue from Operations	21	1,209.00	5,118.95
Other Income	22	832.72	141.01
Total Income		2,041.72	5,259.95
Expenses			
Cost of material consumed	23	785.75	1,564.23
Purchases of stock in trade		253.94	3,282.96
Change in inventories of Finished goods	24	(10.84)	264.57
Employee benefits expenses	25	242.31	238.80
Depreciation and amortization	26	276.93	302.96
Other Expenses	27	956.28	1,280.20
Finance Costs	28	23.44	1,334.63
Total Expenses		2,527.81	8,268.36
Profit before exceptional items		(486.09)	-3,008.41
Extraordinary Items		-	-977.54
Profit before tax		(486.09)	-3,985.95
Income Tax expenses			
Current Tax		0.00	0.00
Deferred Tax		(844.66)	-1,053.81
Total Tax expenses		(844.66)	-1,053.81
Other Comprehensive Income/Loss		(3.66)	
Items that will no reclassified to Profit and Loss			
Re-measurement of defined benefits obligations		0.00	0.00
Tax relating to these items		0.00	0.00
Other Comprehensive Income/Loss for the year		0.00	0.00
Net of Tax		0.00	0.00
Total Comprehensive Income for the year		354.91	-2,932.14
Earning per equity Share:			
Basic earning per Shares		0.00	0.00
Diluted earning per Shares		0.00	0.00

Significant Accounting Policies&

1 -28

Notes to Accounts & Accounting Policies

The Accompanying notes are integral part of these Financial Statements

**AUDITOR' REPORT**

as per our separate report of even date annexed hereto

For K. SINGH & ASSOCIATES.

CHARTERED ACCOUNTANTS,

Firm Registration No.: 012458N

Sd/-

CA Kultar Singh

PARTNER

M. No.: 091673

Dated: 16/05/2022

Place: Chandigarh

(UDIN : 22091673AJAOWY3888)

Sd/-

GURWINDER SINGH

Company Secretary

M.NO. A52827

Sd/-

S.K. Sharma

M.D.

DIN-08063703

**on behalf of the Board of Directors
for STURDY INDUSTRIES LTD.**

Sd/-

RAMESH GUPTA

WTD

DIN-0161363

Sd/-

ASHOK KUMAR

NED Cum CFO

DIN- 07374369

STURDY INDUSTRIES LIMITED - BADDI H.P.

CIN: L25209HP1989PLC009557

Cash Flow Statement for the year ended 31st March, 2022

		31-Mar-2022	31-Mar-2021
A. CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit/(Loss) before Tax & Extra-Ordinary Items		-486.09	-3985.95
Adjustment for Depreciation		276.93	302.96
(Profit) / loss on sale / write off of assets		-770.42	285.56
Other non-cash adjustment		-62.30	0.00
Finance Cost		0.23	1334.63
Liabilities / provisions no longer required written off		726.36	-
Other Adjustments (previous year)		-1.32	-7.93
Operating Profit before Working Capital Change		-316.61	-2070.72
Adjustment for			
Trade & Other Receivables		714.06	1559.35
Inventories		126.09	430.43
Change in Others Current Assets		509.11	-12.23
		1349.26	1977.56
Trade Payable		-579.88	-3420.42
Other liabilities & Provisions		1.43	-14.98
		-578.45	-3435.40
Cash Generated from Operating Activities		454.20	-3528.57
Income Tax for the Current Year		0.00	0.00
Net Cash from Operating Activities		454.20	-3528.57
B. CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Fixed Assets		-	-
Proceeds from sale of fixed assets		957.85	148.83
Net Cash from Investing Activities		957.85	148.83
C. CASH FLOW FROM FINANCING ACTIVITIES			
Interest Expenses		-0.23	-1334.63
Proceeds from long-term borrowings		-12832.06	942.15
Working Capital		11650.37	3798.80
Proceeds from issue of preference shares		-	-

Net Cash Flow from Financing Activity		-1879.42	3406.32
Net Increase in Cash & Cash Equivalents		-467.37	26.58
Cash and Cash Equivalents(Opening Balance)		728.43	701.86
Cash and Cash Equivalents (Closing Balance)		261.06	728.43

Cash Equivalents consist of Cash in hand, Balance with banks including Fixed Depositing Accounts.

AUDITOR' REPORT

as per our separate report of even date annexed hereto

**on behalf of the Board of Directors
for STURDY INDUSTRIES LTD.**

For K. SINGH & ASSOCIATES.

CHARTERED ACCOUNTANTS,

Firm Registration No.: 012458N Sd/-

Sd/-

GURWINDER SINGH

**CA Kultar Singh
P A R T N E R**

Company Secretary
M.NO. A52827

Sd/-

S.K. Sharma

M.D.

DIN-08063703

Sd/-

RAMESH GUPTA

WTD

DIN-0161363

Sd/-

ASHOK KUMAR

NED Cum CFO

DIN- 07374369

M. No.: 091673

Dated: 16/05/2022

Place: Chandigarh

(UDIN: 22091673AJAOWY3888)

STURDY INDUSTRIES LIMITED - BADDI H.P.

CIN:L25209HP1989PLC009557

Statement of Change in Equity

Note 11 : Equity Share Capital

Particulars					
As at April 01,2021			3,225.07		
Change in equity share capital			-		
As at March 31, 2022			3,225.07		
Change in equity share capital			-		
Equity Shares of Rs 2/- each fully paid up issued during the year			3,225.07		
As at March 31,2022			3,225.07		
Particulars		As at 31 March 2022		As at 31 March 2021	
Authorised		Number	Value	Number	Value
Preference shares of Rs 100/- each		200000	20000000	200000	20000000
Equity Shares of Rs. 2/-each		167500000	335000000	167500000	335000000
0.01 Redeemable Preference Share Rs. 100/- each		11460000	1146000000	11460000	1146000000
		179160000	1501000000	179160000	1501000000
Issued					
Preference shares of Rs 100/- each		200000	20000000	200000	20000000
Equity Shares of Rs. 2/-each		151253694	302507388	151253694	302507388
0.01 Redeemable Preference Share Rs. 100/- each		11460000	1146000000	11460000	1146000000
Subscribed & fully Paid up					
Preference shares of Rs 100/- each		200000	20000000	200000	20000000
Equity Shares of Rs. 2/- each		151253694	302507388	151253694	302507388
0.01 Redeemable Preference Share Rs. 100/- each		11460000	1146000000	11460000	1146000000
Total		162913694	1468507388	162913694	1468507388
The Detail of Shareholder holding more than 5% share.					
		Preference shares of Rs 100/- each			
		As at 31 March 2022		As at 31 March 2021	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
Usha Gupta		15,000.00	7.50	15,000.00	7.50
Satya Bham		65,000.00	32.50	65,000.00	32.50
Ramesh Gupta		30,000.00	15.00	30,000.00	15.00
Mohan Lal Gupta		15,000.00	7.50	15,000.00	7.50
Anu Gupta		60,000.00	30.00	60,000.00	30.00
Patriot pipes Pvt Limited		15,000.00	7.50	15,000.00	7.50

		Equity Shares of Rs. 2/-each			
		As at 31 March 2022		As at 31 March 2021	
Punjab National Bank		-	-	22243190	14.71
Allahabad Bank		15,529,374	10.20	15570234	10.29
Greenways Advisors Pvt limited		39,325,960	26.00	39325960	26.00
		0.01 Redeemable Preference Share Rs 100\/- each			
		As at 31 March 2022		As at 31 March 2021	
Punjab National Bank		11092000	96.79	11092000	96.79

Note 11 : Other Equity

Particulars	Securities Premium Account	General Reserve	Revaluation reserve	Subsidy	Retained Earning
Balance As at April 01, 2021	696.36	164.39	453.36	1,421.86	(25,585.24)
Profit for the year					354.91
Other Comprehensive Income					-
Total comprehensive Income for Year					-
Others Adjustments					2.17
Balance As at March 31,2022	696.36	164.39	453.36	1,421.86	(25,228.16)
Balance As at March 31,2021	696.36	164.39	1,150.86	1,421.86	(22,645.18)
Profit for the year					(2,932.13)
Other Comprehensive Income					(8.44)
Total comprehensive Income for the year					(8.44)
Other					0.51
Balance As at March 31,2022	696.36	164.39	1,150.86	1,421.86	(25,585.24)

Significant Accounting Policies

1

Notes to Accounts & Accounting Policies

2-25

The Accompanying notes are integral part of these Financial Statements

AUDITOR' REPORT

as per our separate report of even date
annexed hereto

For K. SINGH & ASSOCIATES.

CHARTERED ACCOUNTANTS,
Firm Registration No 012458N
**on behalf of the Board of Directors
for STURDY INDUSTRIES LTD.**

Sd/-
CA Kultar Singh

Sd/-
GURWINDER SINGH
Company Secretary

Sd/-
S.K. SHARMA
M.D.

Sd/-
RAMESH GUPTA
WTD

Sd/-
ASHOK KUMAR
NED Cum CFO

PARTNER
M. No.: 091673
Dated: 16/05/2022
Place: Chandigarh
(UDIN: 22091673AJAOWY3888)

DIN-08063703

DIN-0161363

DIN- 07374369

STURDY INDUSTRIES LIMITED - BADDI H.P.
CIN: L25209HP1989PLC009557
Note 2 Fixed Assets
(a) Property, Plant and Machinery and Equipment

Particulars	Gross Block		Accumulated Depreciation						Net Block	
	Balance as at 1 April 2021	Additions / (Disposals) Subsidy	Balance as at 31 March 2022	Balance as at 1 April 2021	Depreciation charge for the year	Dep. Written back	Balance as at 31 March 2022	Transfer To Reserve and Surpluses	Balance as at 31 March 2022	Balance as at 31 March 2021
Tangible Assets (Not Under Lease)										
Land	1,257.00	(740.23)	516.76	0.00	0.00	0.00	0.00	0.00	516.76	1,257.00
Building	1,436.45	(92.61)	1,343.83	894.21	54.89	53.42	895.68	0.00	448.15	542.23
Plant & Machinery	6,738.28	(230.57)	6,507.71	4,120.74	221.80	241.48	4,181.10	0.00	2,326.61	2,623.54
Furniture & Fixture	28.06	(2.79)	25.27	22.05	0.23	0.34	20.04	0.00	5.24	0.01
& Other Equipment										
Vehicle	184.37	(22.35)	162.02	178.46	0.02	19.78	158.70	0.00	3.32	5.91
Total (i)	9,644.15	(1,088.55)	8,555.60	5,215.47	276.93	236.88	5,255.52	0.00	3,300.10	4,428.69
Previous Year	12,069.56	(628.00)	11,441.56	5,838.18	324.68	0.00	6,162.87	54.52	5,852.18	6,170.66

(b) Capital Work in Progress

Particulars	Gross Block		Accumulated Depreciation					Net Block	
	Balance as at 1 April 2021	Additions/ (Disposals) Subsidy	Balance as at 31 March 2022	Balance as at 1 April 2021	Depreciation charge for the year	Balance as at 31 March 2022	Transfer To Reserve and Surpluses	Balance as at 31 March 2022	Balance as at 31 March 2021
Capital Work in Progress	164.22	0.00	164.22	0.00	0.00	0.00	0.00	164.22	163.82
Total	164.22	0.00	164.22	0.00	0.00	0.00	0.00	164.22	163.82
Previous Year	164.22	0.40	164.22	0.00	0.00	0.00	0.00	163.82	106.84

Note 3 Non-Current Investment

Particulars	As at 31 March 2022	As at 31 March 2021
A Trade Investments (Refer A below)		
(b) Investment in Equity instruments	20.07	20.07
(f) Investments in Mutual Funds	1.00	1.00
(h) Other non-current investments (specify nature)	10.00	10.00
Total (A)	31.07	31.07
B Other Investments (Refer B below)		
(h) Other non-current investments (specify nature)	0.00	0.00
Total (B)	0.00	0.00
Grand Total (A + B)	31.07	31.07
Less : Provision for diminution in the value of Investments	0.00	0.00
Total	31.07	31.07

Particulars	As at 31 March 2022	As at 31 March 2021
Aggregate amount of quoted investments at Market Price	1.03	1.03
Aggregate amount of unquoted investments	10.00	10.00
Total	11.03	11.03

Note 4 Long Term Loans and Advances

Particulars	As at 31 March 2022	As at 31 March 2021
a. Security Deposits /Earnest Monies		
Unsecured, considered good	756.75	411.64
ii) Balance with Govt. Authorities and Claim Recoverable	1,334.83	1,716.92
Less : Provision for doubtful debts	276.25	43.30
iii) Advance to Others	96.29	201.49
Total	1,911.62	2,286.41

Note 5 Inventories

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
a. Raw Material (Valued at Cost or Market Price whichever is less)	174.67	311.60
b. Finished Goods (Cost or Market Price Whichever is less)	140.44	129.60
e. Store & Spare (Cost or Market Price Whichever is less)	-	-
f. Packing Material (Cost or Market Price Whichever is less)	-	-
g. Stock in Transit	-	-
Total	315.12	441.21

Note 6 Trade Receivable

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
A) Undisputed Trade receivable	164.46	333.90
B) Undisputed Trade Receivable	-	-
C) Disputed Trade receivable -Considered Good		
D) Disputed Trade Receivable - Considered doubtful		
a) O/s for Less than Six month		
b) O/s for 6-12 Six month		
c) O/s for 1-2 years		
d) O/s for 2-3 years		
E) O/s for more than 5 years	164.46	333.90
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	3,169.98	4,181.95
Less: Provision for doubtful debts	159.83	627.19
	3,010.15	3,554.77
Total	3,174.61	3,888.67

Note 7 Cash and Cash equivalents

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
Cash in hand	45.23	35.59
Total	45.23	35.59

Note 8 Bank balances other than Cash

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
-		
a. Balances with banks	105.90	175.93

b. In Fixed Deposit		109.93	516.92
Total		215.83	692.85

Note 9 Short-term Loans and Advances

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
a. Others (specify nature)		
Unsecured, considered good		
i) Advance Tax/TDS	10.40	7.48
ii) Balance with Excise, & Others Govt. Authorities	-	91.40
III) Staff and Others	65.61	70.46
IV) Prepaid Expenses	1.70	17.61
v) Advances to suppliers	2.18	27.25
Total (a+b)	79.88	214.20

Note 10 Others Current Assets (Specify Nature)

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
Tools and Dies	0.00	0.53
Less: Written off	0.00	0.53
Total	0.00	0.00

Note 13 Borrowings

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
<u>Secured</u>		
(a) Term loans from Banks		
(of the above, ` 100 % is guaranteed by Directors and Promoters / Others) (13.1 Account of the company was marked as NPA on 30/09/2020 by Banks as result of which the company has not provided for interest in the books of accounts from 01/10/2020 to 31/03/2022 hence the balance of bank remain unreconciled as on date.)	0.00	12,953.83
Total	0.00	12,953.83

Note 14 Other Financial Liabilities

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
<u>Unsecured</u>		
a) from Corporates	1,987.55	1,987.55
b) from other (From Director and Relative)	169.40	47.62
Total	2,156.94	2,035.17

Note 15 Long Term Provisions

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
Securities Deposit	8.38	8.38
Total	8.38	8.38

Note 16 Employee Benefits Obligations

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
Gratuity (unfunded), Leave Encashment	73.50	67.94
Total	73.50	64.74

Note 17 Deferred Tax Liabilities

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
Opening Balance	(3,393.60)	(2,339.79)
Add/Less : During the Year	(844.66)	(1,053.81)
Total	(4,238.26)	(3,393.60)

Note 18 Short Term Borrowings

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
<u>Secured</u>		
(a) Loans repayable on demand		
Working Capital Limits From Banks	18,831.04	7,180.67
(Secured By Hyp. of Stocks and Book Debts both Present and Future)		
(of the above, ` 100 % is guaranteed by Directors and Promoters / Others)		
In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (a) (b) & (d)		
1. Period of default	0.00	0.00
2. Amount	0.00	0.00

Unsecured		
(a) Loans repayable on demand		
ICICI Bank for Balco Channel Financing	-	-
In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (a) (b) & (d)		
1. Period of default	0.00	0.00
2. Amount	0.00	0.00
Total	18,831.04	7,180.67

Note 19 Trade Payables

Particulars	As at 31 March 2022	As at 31 March 2021
A) MSME		
Less than 1 year 26.84		
1-2 years - 1.78		
2-3 years - -		
More than 3 years		
B) Others		
Less than 1 year	26.85	
1-2 years	1.78	
2-3 years		
More than 3 years		
Disputed dues-MSME		
Disputed dues-Others		
Total Sundry Creditors	28.63	757.74
Advances from Customers	2.70	13.47
Advance against land	240.00	80.00
Total	271.33	851.20

Note 20 Short Term Provisions

Particulars	As at 31 March 2022	As at 31 March 2021
(a) Provision for employee benefits	15.29	19.01
(b) Others		
T.D.S. Payable	0.07	0.26
Audit Fee Payable	2.20	2.20
GST Payable	-	-
Electricity and Water Charges	0.69	0.92
Total	18.26	22.39

Note 21 Revenue from Operations

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
a. Sale of Manufacture products;	911.00	1,887.62
b. Sale of Traded Goods	298.01	3,231.33
TOTAL	1,209.00	5,118.95

Note 22 Other Income

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
Unsecured Loan Write Off	25.46	47.67
Incentive/Subsidy Claims/ Profit from sale of Assets	36.84	93.34
Profit/Loss from sale of Fixed Asset	770.42	
Total	832.72	141.01

Note 23 Cost of Material Consumed

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
<u>1. Raw Material</u>		
Opening Stocks of Raw Materials	311.60	415.95
ADD : Raw Material Purchased	902.73	4,741.22
ADD: Stock Transfer Inward	549.76	927.85
Less: Transfer Outward	549.76	927.85
Closing Stocks of Raw Material	174.67	311.60
Cost of Raw Material Consumed (a)	1,039.65	4,845.56
<u>2. Store and Spares</u>		
Opening Stock	-	-
Add: Purchases	0.04	1.63
Less: Closing Stock	-	-
Consumption of Stores and Spare (b)	0.04	1.63
<u>3. Packing Material</u>		
Opening Stock	-	-
Add: Purchases	-	-
Less: Closing Stock	-	-
Consumption of Packing Material (c)	-	-
Total (a+b+c)	1,039.69	4,847.19

Note 24 Change In Inventories

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
(a) Opening Stocks of Finished Goods	129.60	394.17
(b) Closing Stocks of Finished Goods	140.44	129.60
Change In Inventories	(10.84)	264.57

Note 25 Employee Benefits Expenses

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
Salaries And Wages	177.38	183.06
Labour Welfare	3.92	5.00
E.S.I	3.59	3.56
Compensation to Employee	4.63	2.63
Director Remuneration	31.40	26.35
Provident Fund	13.50	11.88
Gratuity	7.90	6.32
Total	242.31	238.80

Note 27 Other Expenses

<u>Particulars</u>	As at 31 March 2022	As at 31 March 2021
A . Manufacturing Expenses		
Electricity & Water Charges	10.39	16.93
Freight and Cartage	8.85	16.47
Repair and Maintenance		
Building	0.70	0.64
Plant and Machinery	3.48	12.84
Job Work	-	-
Wages	26.55	27.40
Total – A	49.97	74.28
B . Administration Expenses		
Printing & Stationery	0.78	0.66
Postage And Telegram	0.24	0.29
Telephone & Photostate	1.60	1.75
Vehicle Running And Maintenance	40.68	45.18
Travelling And Conveyance	18.21	21.81
Insurance Charges	13.44	12.57

Fees and Taxes	30.57	37.73
ROC Fee	-	-
Audit Fee	12.22	14.45
Consultancy charges	1.57	5.31
Legal And Professional	22.71	19.80
Entry Tax	-	-
News Paper and Periodicals	0.02	0.05
General Expenses	3.95	5.11
Web Site Charges & Internet Expenses	0.02	0.02
Tender Expenses	-	0.02
Membership & Subscription	-	0.09
Office Expenses	-	-
Written Off	5.19	0.01
Donation	0.06	0.45
Retainership charges	4.00	48.00
Lease Money	8.10	7.06
Tools and Dies Written off	-	0.53
Loss/Profit from sale of Assets	-	285.56
Total – B	163.36	506.43
C. Selling and Distribution Expenses		
Freight & Cartage Out wards	8.37	32.88
Advertising & Publicity	1.54	2.43
Testing Charges	6.02	3.12
Business Promotion	0.58	3.80
Discount & Rebate	0.07	28.30
Commission On Sales	-	1.77
Packing charges	16.58	-
Total - C	8.37	72.31
D. Provisions		
Provision for Bad and Doubtful Debts	726.36	627.19
Total – D	726.36	627.19
Total (A + B + C+D)	956.28	1,280.20

Note 28 Finance Cost

Particulars	As at 31 March 2022	As at 31 March 2021
Bank Charges and Interest	23.44	1,334.63
Total	23.44	1,334.63

AUDITOR' REPORT

as per our separate report of even date
annexed hereto

For K. SINGH & ASSOCIATES.

CHARTERED ACCOUNTANTS,
Firm Registration No.: 012458N

**on behalf of the Board of Directors
for STURDY INDUSTRIES LTD.**

Sd/-
CA Kultar Singh

Sd/-
GURWINDER SINGH
Company Secretary
M.NO. A52827

Sd/-
S.K. SHARMA
M.D.
DIN-08063703

Sd/-
RAMESH GUPTA
WTD
DIN-0161363

Sd/-
ASHOK KUMAR
NED Cum CFO
DIN- 07374369

PARTNER
M. No.: 091673
Dated: 16/05/2022
Place: Chandigarh
(UDIN: 22091673AJAOWY3888)

STURDY INDUSTRIES LIMITED**Note No. 1: SIGNIFICANT ACCOUNTING POLICIES & NOTES TO ACCOUNTS****STATEMENT SIGNIFICANT ACCOUNTING POLICIES.**

Corporate Information: The Company is a Public Limited Company domiciled in India and incorporated under Companies Act, 1956, having its registered office at 21, Industrial Area Baddi District Solan, (H.P), India and is Listed on BSE Limited. The Company is engaged in Manufacturing & Supplying of Sprinkler and Drip Irrigation Systems, Conductor and Cable and Trading of Polymers and Aluminium's. It has country wide network to cater its customers. It has Manufacturing facilities at Parwanoo, Baddi (H.P), Guwahati (Assam) and Trading activities at Delhi.

The Financial Statements for the year ended March 31, 2022 were approved and adopted by the Board of Director on 16/05/2022.

A) Significant Accounting Policies**(i) Statement of compliance with Ind AS**

The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standard) Rules, 2015 and other relevant provisions of the act.

(ii) Basis of Preparation and presentation of Financial Statements

These financial statements have been prepared in accordance with the Indian Accounting Standards (herein referred to as 'IND AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of Companies Act 2013, read with Companies (Indian Accounting Standards) Rules 2015 (as amended). The financial statements have been prepared and presented under historical cost convention, on accrual and going concern basis of accounting except certain financial asset and liabilities that are measured at fair value at the end of each accounting period as stated in the accounting policies below. The Accounting policies are applied consistently in presenting these financial statements. The classification of assets and liabilities of the Company into current or non-current is based on the criterion specified in the Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

(iii) Use of Estimates

The preparation of Financial Statement in accordance with IND AS requires use of estimates and assumptions for some items, which might have effect on their recognition and measurement in the Balance Sheet and Statement of Profit and Loss. The actual amounts realized may differ from these estimates. 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. Differences between the actual results and estimates are recognized in the period in which the results are known/materialized, and if material, their effects are disclosed in the notes to financial statements.

(iv) Property, Plant and Equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. Freehold land is not depreciated. The cost of an item of property, plant and equipment comprises its cost of purchase and any attributable cost of bringing the asset to its working condition for its intended use.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the profit or loss.

(v) Capital Work-in-Progress

Property, Plant and Equipment under construction are disclosed as capital work in progress.

(vi) Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

There are no intangible assets having indefinite useful life.

An intangible asset is derecognised upon disposal, or when no future economic benefits are expected to arise. Gains or losses arising from de-recognition upon de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

(vii) Depreciation and Amortisation

Property, Plant and Equipment

Depreciation is calculated using the straight line method to allocate their cost, net of their residual value, over their estimated useful lives.

The useful lives have been taken as specified by Schedule II to the Companies Act, 2013.

(viii) Impairment of Assets

A tangible or intangible asset is treated as impaired when the carrying amount of the asset exceeds its estimated recoverable value. Carrying amounts of tangible or intangible assets are reviewed at each balance sheet date to determine indications of impairment, if any, of those assets. If any such indication exists, the recoverable amount of the asset is estimated and impairment loss equal to the excess of the carrying amount over its recoverable value is recognised as an impairment loss and the same is charged to profit and loss account. The impairment loss, if any, recognised in prior

accounting period is reversed if there is a change in estimate of recoverable amount.

(ix) Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. All the financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to 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.

(x) Financial assets

Classification and Measurement

All the financial assets are initially measured at fair value. Transaction costs that are directly attributable to the financial assets (other than financial assets covered at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset.

All financial assets are subsequently measured either at amortised cost or fair value [either through other comprehensive income (FVTOCI) or through profit or loss(FVTPL)] depending on the classification of the financial assets as follows:

(a) Financial Asset measured at Amortised Cost: The Company's financial assets primarily consists of cash and cash equivalents, trade receivables, loans to employees security deposits and other eligible current and non-current assets which are classified as financial assets carried at amortised cost.

(b) Financial Assets measured at fair Value through Other Comprehensive Income (FVTOCI): On initial recognition, the Company can make an irrevocable election(on an instrument-by-instrument basis) to present the subsequent change in fair value in other comprehensive income pertaining to investment in equity instrument. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transitional costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the Reserve for equity instrument through other comprehensive income. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments as the same has been recognised in other comprehensive income.

(c) Financial Assets at Fair value through profit or loss (FVTPL): investment in equity instrument are classified as at FVTPL, unless the company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investment in equity instruments which are not held for trading.

De-recognition of Financial Assets

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired or the company has transferred the financial asset along with all the risks and rewards or has assumed an obligation to pay the received cash flows to a third party under a pass-through arrangement.

On de-recognition of a financial asset in its entirety, the difference between the carrying amount measured at the date of de-recognition and the consideration received is recognised in profit or

loss.

Impairment of Financial Assets

The company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables and other contractual rights to receive cash or other financial asset.

Expected Credit Loss (ECL) is the difference between all contractual cash flows that are due in accordance with the contract and the cash flows expected to receive (i.e. all cash shortfalls).

(xi) Financial Liabilities

All the financial liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the issue of financial liabilities (other than financial liabilities carried at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial liabilities.

Financial liabilities of a Company are contractual obligations to deliver cash or other financial assets to another entity. The company's financial liabilities include long term and short term borrowings, trade and other payables and other eligible current and non-current liabilities

Classification measurement and De-recognition

All recognised financial liabilities are subsequently measured at amortised cost. The company de-recognize financial liabilities when, and only when the Company's obligations are discharged, cancelled or have expired. Gain and losses are recognised in profit or loss when the liabilities are derecognised.

(xii) Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet only if there is a currently enforceable legal right to offset the recognised amount and there is an intension to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(xiii) Valuation of Inventory

Inventories are valued at lower of cost and net realisable value after providing for non moving material, obsolescence wherever necessary. The cost of inventories have been computed to include all cost of purchases, cost of conversion and other related costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Inventories are carried in the balance sheet as follows

Inventory	Basis of Valuation
Raw materials, Packing materials, components	At lower of cost, and net realisable value
Work-in-progress	At lower of cost of material on weighted average basis, plus appropriate production overheads and net realisable value

Finished goods- Manufactured	At lower of cost of material on weighted average basis, plus appropriate production overheads and net realisable value
Finished goods- Trading	At lower of cost, on weighted average basis and net realizable value

(xiv) Translation of Foreign Currency Transactions

The Company's financial statements are presented in Indian Rupees (INR) which is Company's functional; and presentation currency. Transactions denominated in foreign currency are recognised at the rate of exchange prevailing at the date of the transactions. At the end of each reporting period, monetary items denominated in foreign currency are retranslated at the rates prevailing at year end date. Exchange difference on monetary items is recognised in profit or loss in the period in which they arise. Income and expenses of foreign branch have been translated at the average rate for the year.

(xv) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue from sale of manufactured and traded goods is recognised when significant risks and rewards of ownership of the goods are transferred to the customer, recovery of the consideration is probable and the amount of revenue can be measured reliably. Sales are disclosed net of returns and claims.

Revenue from services is recognised when the services are rendered in accordance with the specific terms of contract and when collectability of the resulting receivable is reasonably assured. Revenue from the maintenance contracts are recognised prorata over the period of contract.

Other operating revenues include sales tax remission, excise duty refund, GST refund and other export incentives and duty drawbacks, and recognised when the right to receive is established.

Other income include interest income, Dividend income, Gain on Foreign Exchange Fluctuation etc. Interest income accrued on a time basis by reference to the principal outstanding and the effective interest rate. Dividend income accounted in the period in which the right or receive the same is established.

(xvi) Government Grants/Capital Subsidies

Grants and subsidies from government are recognised when there is reasonable assurance that the grant or subsidy will be received and all the prescribed conditions will be complied with.

(xvii) Borrowing Costs

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

(xviii) Dividends

Final dividend on shares are recorded as a liability on the date of approval by the shareholders at the annual general meeting and interim dividend are recorded as a liability on the date of declaration by the Company's Board of Directors.

(xix) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss after tax for the period attributable to the equity shareholders by the weighted average number of Equity Shares outstanding during the year adjusted for bonus elements in equity shares issued during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss after tax for the periods attributable to the equity shareholders by the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(xx) Employee Benefits**Short term Employee Benefits:**

Employee benefits such as salaries, wages, short term compensated absences, expected cost of bonus ex-gratia and performance linked rewards falling due wholly within twelve months of rendering the service are classified as short term employee benefits and are expensed in the period in which the employee renders the related service.

Long term employee benefits**Defined Contribution plans:**

Contribution to the employee's provident fund, Employee's Pension Scheme and Employee's state Insurance are recognised as defined contribution plan and charged as expense during the period in which the employee performs the services.

Defined benefit plans:

Retirement benefit in the form of Gratuity is considered as defined benefit plan and determined on actuarial valuation using the Projected Unit Credit Method at the balance sheet date.

Interest cost, Current Service cost and Past service cost are recognised in profit and loss account immediately. Re-measurement gain and losses arising due to change in actuarial assumptions and estimates are recognised directly in Other Comprehensive Income. Such re-measurements are not reclassified to the Statement of Profit and loss in subsequent periods.

Other Long Term Employee Benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability at the

present value of the defined benefit obligation at the balance sheet date. Annual leaves can either be availed or encashed subject to restrictions on the maximum accumulation of leaves.

Termination benefits:

Termination benefits are recognised as an expense in the period in which they are incurred. The employee benefits with regards to both Leave encashment and gratuity are un-funded.

(xxi) Exceptional items

An item of income or expense which by its side, type or incidence requires disclosure to in order to improve an understanding of the performance of the company is treated as an exceptional item and the same is disclosed in the notes to accounts.

(xxii) Taxes on Income

Current Tax:

Tax on income for the current period is determined on the basis of estimated taxable income and computed in accordance with the provisions of the relevant tax laws, outcome of past assessments/appeals and legal opinions sought by the company.

Deferred Tax:

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax basis of assets and liabilities and their carrying amount for financial reporting purpose at the reporting date. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted substantively enacted at the reporting date

Minimum Alternative Tax (MAT) credit:

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay income tax under the normal provisions during the specified period resulting in utilisation of MAT credit.

In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in the Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is credited by way of a credit to the statement of profit & loss and shown as MAT credit entitlement.

(xxiii) Segment Reporting

The company is engaged into manufacturing Sprinkler and Drip Irrigation Systems, Conductor and Cable and Trading of Polymers and Aluminium's. The Company has three reportable business segment identified by management namely Plastic Pipes and Fitting ,Aluminium and Trading.

(xxiv) Provisions, Contingent Liabilities and Contingent Assets

Provisions involve substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but disclosed in the notes of financial statements. Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefits is probable. Provisions, contingent liabilities are reviewed at each balance sheet date and adjusted to reflect the current best estimate. A contingent liability exist when there is a possible but not probable obligation, or a present obligation that may, but probable will not, an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed as a possibility of outflow of resources is remote.

(xxv) Cash Flow Statements

Statement of cash flow is prepared segregating the cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method, adjusting the net profit for the effects of changes during the period in inventories, operating receivables, payables, transactions of a non-cash nature such as depreciation, provisions, deferred tax, unrealised foreign currency gains and losses, and undistributed profits of associates and all other items for which the cash effects are investing or financing cash flows.

For the purpose of presentation in the statement of cash flow, cash and cash equivalents include cash in hand and balance held with banks.

NOTES TO THE ACCOUNTS

Previous year figures have been re-arranged, reworked, reclassified or re-grouped wherever necessary to make them comparable with the current year's figures and others disclosure for the proceeding year are included as an integral part of the current year financial statements and are to be read in relation to the amount and others disclosures relating to the current year.

	Rs in (Lacs)	
	Current Year	Previous Year
1. Contingent Liability not provided for in respects of :		
Outstanding balance of Bank Guarantees	Rs 130.04	Rs 1522.50
Income Tax Demand	Rs.679.851	Rs 679.851
Sundry accounts (HIL)	Rs. 90.85	Rs 90.85
Kabra Extrusion Technik limited	Rs 33.96	Rs 33.96
Outstanding Sales Tax Demand (H.P)(F.Y 2012-13)	Rs 46.97	---
Outstanding Sales Tax Demand (U.P)(F.Y 2013-14)	Rs 20.96 (Additional Commissioner)	
Outstanding Sales Tax Demand (U.P)(F.Y 2014-15)	Rs 13.50 (Additional Commissioner)	

(Annual Report 2021-22)

Outstanding Sales Tax Demand (U.P)(F.Y 2007-08 to 2012-13) Rs 34.29 (Sales Tax Tribunal Saharanpur)

3. Employee Benefits Obligations

As per IND AS 19 " Employee benefits ", the disclosure as defined in the accounting are given below:-

The changes in the present value of defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows: ₹ in Lakhs

Particulars	Gratuity Plan	
	As at March 31, 2022	As at March 31, 2021
Present Value of benefits obligation at the beginning of the period	54.14	47.54
Interest Cost	3.68	3.23
Current Service Cost	4.74	5.90
Past Service Cost	(1.29)	(3.18)
(Benefits Paid Directly by the Employer)	-	-
Actuarial (Gains)/losses on Obligation-Due to change in Financial Assumptions	.01	3.99
Actuarial (Gains)/losses on Obligation-Due to change in Experience Adjustments	(3.67)	(0.16)
Present Value of Benefit Obligation at the end of the period	57.61	57.34

I. The amounts recognized in Balance Sheet are as follows:

Particulars	Gratuity Plan	
	As at March 31, 2022	As at March 31, 2021
Present value of defined benefit obligation	57.61	57.34
Fair value of plan assets at the end of the period	-	-
Funded Status (Surplus/Deficit)	57.61	57.34
Net (Asset/Liability) recognized in the Balance Sheet	57.61	57.34

II. The amount recognized in Statement of Profit and Loss are as follows:

Particulars	Gratuity Plan	
	As at March 31, 2022	As at March 31, 2021
Current Service Cost	4.74	5.90
Net Interest Cost	3.68	3.23
Past Service Cost	-	-
Expenses to be recognized in Profit and Loss	8.43	8.43

III. The amount recognized in Statement of other comprehensive income are as follows:

Particulars	Gratuity Plan	
	As at March 31, 2022	As at March 31, 2021
Actuarial (Gains)/Losses on obligation for the period	(3.66)	(3.66)

Return on Plan Assets, excluding Interest Income	-	-
Change in asset ceiling	-	-
Net (Income)/Expense for the period recognized in OCI		

- 4 Balance of Unsecured Loans, Current Liabilities, Current Assets, Loans and Advances (Short and Long Term) are subjects to confirmation and reconciliation from the respective parties and Departments. However during the year unsecured loan from corporate were written back and treated as Income.
- 5 In opinion of the Board of Directors, the Current Assets. Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.
- 6 Estimated amount of Contracts (for Hydro Project at Rohru) remaining to be executed on Capital Account and not provided for net of advances Rs. 164.22 Lacs (Previous Year Rs. 164.22 Lacs).
- 7 Deferred Tax are recognized using the Balance Sheet approach for future tax consequence of temporary difference between the carrying value of assets and liabilities and their respective tax bases.

8. Segment Reporting

Disclosure as required as under IND AS 108-Operating segments

Primary Segment

The company's segment such as Aluminum Conductor Pipes & Fitting, Irrigation System, & Trading in Polymers & Aluminum etc. The above business segment have been identified considering:

- I. The Nature of the products
- II. The related risks and returns.
- III. The internal financial reporting systems

Description	Manufacturing)		Trading	Others	Total
	Plastic Pipes	Aluminum			
	& Irrigations	Division			
A. Primary Segment Information					
Segments Revenue					
Sales	721.43	189.58	298.00	832.72	2041.72
Total Revenue	721.43	189.58	298.00	832.72	2041.72
Segments Result					
Interest					23.44
Profit/(Loss) before Tax					354.91
Extraordinary Items					--
Provision For Current Tax					--
Profit/(Loss) after Tax					354.91
Segments Assets					13552.34

(Annual Report 2021-22)

Segments Liabilities 13552.34

Capital Expenditure --
 Depreciation 2.06 274.86 -- -- 276.93

B. Secondary Segment

The Company caters all over the country

9. Related Party Disclosure:

As per IND AS 24, the disclosure of related party transaction are given below:-

a) List of Related Parties:

Associated Companies

S. No.	Name of the Related Party	Address	Relationship
1.	Chemiplast Industries	55 & 57, Industrial Area, Sector-1, Parwanoo	Associate Concern

Key management personnel and Relative:

1 Sh. M.L Gupta 2. Sh. Ramesh Gupta 3. Sh. Amit Gupta

b) (i) Transaction with related parties

Amount in Lacs

Sr. No.	Particulars	31 st March ,2022	31 st March, 2021
1.	Chemiplast Industries		
	Goods Purchases	15.46	27.33
	Goods Sold	27.85	169.81
	Payments Received	9.93	130.72
	Payments Made	17.89	339.30
2	Shri M.L Gupta (Director's Remuneration)	0.00	12.00
	Shri Ramesh Gupta (Director's Remuneration)	24.00	24.00
	Shri Amit Gupta (Director's Remuneration)	0.00	12.00

(ii) PAYMENTS TO DIRECTORS

Particulars	31 st March 2022	31 st March 2021
Salaries and Allowances		
Shri M.L Gupta	0.00	12.00

Shri Ramesh Gupta	24.00	24.00
Shri Amit Gupta	0.00	12.00

10. Expenditure in Foreign Currency
Current Year
Previous Year

Capital Assets

--

--

Aluminum, Granules Etc

--

--

Others

--

--

11. Earning in Foreign Exchange

--

--

Non Resident Holders Etc,

a) No. of non-resident shareholders

Nil

Nil

b) No of Share held by them

Nil

Nil

12. Earnings Per Share

In determining earning per share, the company considers the net profit after tax for the year attributable to equity shareholders. The Numbers of share is the weighted average number of share outstanding during the year. The numbers of share used in computing diluted earnings per share comprise the weighted average per share considered for deriving basic earning per share, & also the weighted average numbers of share which could have been issued on the conversion of dilutive potential share.

S. No.	Particular	Year Ended 31.03.2022	Year Ended 31.03.2021
A)	Net Profit & (Loss) after Tax	354.91	(15842.41)
B)	Weighted Average Number of Equity Share for basic EPS (in No.'s)	15,12,53,694	15,12,53,694
C)	Face Value per Share	2	2
D)	Basic EPS (Rs)	0.23	---
E)	Diluted EPS (Rs)	0.23	---

13 Lease

The Company has not entered into any fresh operating leasing agreement during the year Current Financial Year.

14 Disclosure under Micro, Small, and Medium Enterprises Development Act, 2006

The management of the Company has shown its inability to identify the creditors which micro and small

enterprises. So due to non availability of relevant information and by accepting this representation of the management it is impracticable to provide the requisite information.

15 Expenditure on employee in receipt of remuneration of not less than Rs. 108,00,000/- per annum, if employed throughout the year or 9,00,000/- per month Nil when employed for the part of the year.

Provision for doubtful debts has been made on an estimated basis keeping in view the likely shortfall on account of recovery from such debtors, after taking into account costs on account of recovery.

16 The company has initiated legal actions for recovery of debts from certain customers, suppliers which matter are before jurisdictional Courts, and action for recovery is being initiated against the customers too. The amount recoverable by the company from its debtors are considered good and recoverable and adjustment on account of unrecoverable amounts ,if any and the interest for delayed payments as claimed by the company will be effected in the year of final adjudication of claims of the company.

17 The company has initiated legal actions for recovery of debts from various customers and matters are before jurisdictional courts. Since the recoverable amount has become time barred and cannot be recovered in spite of all efforts and legal notice issued but no recovery is possible. Hence, the management has decided to write-off the amount of debts for which the provision has been provided in the books of account in the financial year 2021-22 amounting to Rs 726.36 lacs and Rs 629.17 laces for the financial year 2020-21.

18 Analytical Ratios:

Ratios	Numerator	Denominator	Ratios
A. Current Ratio	Current Assets	Current liabilities	0.42
B. Debt-equity Ratio	Total Long Term debt - Other than Director's Unsecured Loan	Shareholder's equity	-0.27
C. Debt service coverage Ratio	Earnings available for debt service	Debt service	N.A.
D. Return on equity Ratio	Net profit after tax	Average shareholder's equity	-0.05
E. Trade receivables turnover Ratio	Total sale	Accounts receivable	0.38
F. Trade payables turnover Ratio	Total purchase	Accounts payable	31.53
G. Inventory Turnover Ratio	Total sale	Inventory	0.26
H. Net Capital turnover Ratio	Net sales	Working capital	N.A
I. Return on Capital employed	Earnings before interest and taxes	Capital employed	N.A
K.Net Profit Ratio	Profit after Tax	Sales	0.29

20 Details of Crypto Currency or Virtual Currency: The Company has not traded or invested in Crypto

currency or Virtual Currency during the financial year.

21 Undisclosed income The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous year) in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

22 All Title deeds of Immovable Properties are held in name of the Company.

23 Details of Benami Property held: The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

For K. SINGH & ASSOICATES
Chartered Accountants,
Firm No.: 012458N

on behalf of the Board of Directors
for STURDY INDUSTRIES LTD.

(Kultar Singh)	Ashok Kumar	Gurwinder Singh	Ramesh Gupta	Shamsher Kumar Sharma
P A R T N E R	(Director cum C.F.O.)	(CS)	(Director)	(Director)
M. No.: 084468	DIN-07374369	M. No. A52827	DIN-0161363	DIN-08063703

UDIN: 22091673AJAOWY3888

Dated: 16/05/2022

Place: CHANDIGARH