NIRAJ ISPAT INDUSTRIES LIMITED

CIN: L27106DL1985PLC021811

To, **Date: 08.09.2021**

The Manager,
NSE - Corporate Office
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400051

Ref: Submission of Annual Report for 2020-21 under Regulation 34 of SEBI (LODR) Regulations, 2015

We are hereby submitting the Annual Report of Niraj Ispat Industries Limited for Financial Year ended 2020-21 as required under Regulation 34 of SEBI (LODR) Regulations, 2015.

Kindly consider and take our submission in your records.

Thanking You
Yours faithfully

For Niraj Ispat Industries Limited

Name: Seema Sharma

Company Secretary
M.No:A57977

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NIRAJ ISPAT INDUSTRIES LIMITED

[36TH ANNUALREPORT2020-2021]

NIRAJ ISPAT INDUSTRIES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS

Chaitanya Chaudhry	Director & CEO
Vaishali Chaudhry	Director
Anil Kumar Sharma	Independent Director
Rajeev Kumar Singhal	Independent Director
Niraj Chaudhry	CFO

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Seema Sharma
Email I.D.nirajispatindustries@gmail.com
Contact No. 011-23551821, 0120-6526390

REGISTERED OFFICE

5140-41/34, F/F Chaudhary Market, Gali Peti Wali, Rui Mandi, Sadar Bazar, Delhi -110006
Email ID: Nirajispatindustries@gmail.com
Website: www.nirajispat.in
Phone: 0120-6526390, 23551821

STATUTORY AUDITORS

M/s. Vipin Kumar & Company,
Chartered Accountants,
2-Kamal Colony, Delhi Road
Saharanpur, U.P. 247001
Email Id: vipinsre@gmail.com
Contact No : 8077672965

CORPORATE OFFICE

Chaudhary Cinema Building,
19, G.T. Road Ghaziabad-201001, Uttar Pradesh

INTERNAL AUDITOR

M/s Sanjeev Anand & Associates
Chartered Accountants,
136, Navyug Market, Ghaziabad, 201001
Email Id: sanjeevgzb@gmail.com
Contact No.: 9971343337

SECRETARIAL AUDITOR

V Kumar & Associates
Company Secretaries
15/18, Basement, West Patel Nagar,
New Delhi-110008
Mobile: 9910218035
Mail: csvivekkumar@gmail.com,
vivek@vkumarassociates.in

REGISTRAR AND TRANSFER AGENT

M/s Skyline Financial Services Private Limited

D-153A, 1st Floor, Okhla Industrial Area, Phase-I,
New Delhi-110020

Contact No.: 011-26812682, 40450193 to 97
Web:www.skylinerta.com

BANKERS

State Bank of India
Bank of India

STOCK EXCHANGE

National Stock Exchange of India Ltd,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400051

NIRAJ ISPAT INDUSTRIES LIMITED

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NIRAJ ISPAT INDUSTRIES LIMITED

Notice of Annual General Meeting

Notice is hereby given that the **36th Annual General Meeting** of the Shareholders of **Niraj Ispat Industries Limited** will be on **Thursday, September 30th, 2021** at **11.30 A.M.** held at its Registered Office of the Company stuated at 5140-41/34, F/F Chaudhary Market Gali Peti Wali, Rui Mandi, Sadar Bazar Delhi 110006 to transact the following business:

ORDINARY BUSINESS :

1. To Consider and Adopt the standalone Audited Financial Statements of the Company for the Financials Year Ended March 31, 2021 i.e Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended 31st March, 2021 along with the Reports of the Board of Directors and Auditors thereon.

2. **Appointment of Ms. VAISHALI CHAUDHRY (DIN 01719640) as a Director, liable to retire by rotation**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Vaishali Chaudhry (DIN 01719640) a Director, liable to retire by rotation who retires by rotation at this Meeting, and being eligible, offers herself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS :

3. **Adoption of New Set of Memorandum Of Association As Per Companies Act, 2013**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof, for the time being in force, and rules made there-under and other necessary statutory approvals and modifications, if any, consent of the members be and is hereby accorded to alter the regulations contained in the existing Memorandum of Association of the Company in line with the applicable provisions of Companies Act, 2013, and the rules made there-under and accordingly to adopt the new Memorandum of Association.

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

4. Adoption of New Set of Articles Of Association As Per Companies Act,2013

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

"**RESOLVED THAT** pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof, for the time being in force, and rules made there-under and subject to necessary statutory approvals and modifications, if any, consent of the members be and is hereby accorded to alter the regulations contained in the existing Articles of Association by incorporating the new regulations in line with the applicable provisions of Companies Act, 2013, and the rules made there-under and accordingly to adopt the new regulations in the articles of Association.

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

5. Approval for Waiver of excess managerial remuneration paid to Mr. Haryant Kumar Chaudhry, (Din: 00021795) Director during the Financial Year 2019-20 & 2020-21.

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

"**RESOLVED THAT** in accordance with the provisions of Sections 197, 198 read with Schedule V of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the approval of the Board of Directors (hereinafter referred to as "the Board") of the Company on the recommendation of Nomination & Remuneration Committee and Audit Committee, consent of the Members be and is hereby accorded to ratify and approve the excess remuneration of Rs.5,24,750.00 and Rs. 4,42,239.00 paid for Financial year 2019-20 and Financial Year 2020-21 respectively to Mr. Haryant Kumar Chaudhry, (Din: 00021795) designated as Director, which was found to be in excess of the maximum permissible limits as per the applicable provisions of the Companies Act,2013.

RESOLVED FURTHER THAT pursuant to the provisions of sub-section (10) of Section 197 and other applicable provisions, if any, of the Act including any statutory modification(s) or re-enactment thereof, read with Schedule V to the Act, the consent of the members of the company be and is hereby awarded to waive the recovery of Rs.5,24,750.00 and Rs. 4,42,239.00 remuneration paid to Mr. Haryant Kumar Chaudhry, (Din: 00021795) Director of the Company for Financial year 2019-20 and

Financial Year 2020-21 respectively, in excess of the prescribed limits, in case when company have no profit or inadequate profits as per the applicable provisions of the Companies Act,2013,

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

6. **Approval for Waiver of excess managerial remuneration paid to Mr. Chaitanya Chaudhry, (06813394) Director during the Financial Year 2019-20 & 2020-21.**

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

"**RESOLVED THAT** in accordance with the provisions of Sections 197, 198 read with Schedule V of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the approval of the Board of Directors (hereinafter referred to as "the Board") of the Company on the recommendation of Nomination & Remuneration Committee and Audit Committee, consent of the Members be and is hereby accorded to ratify and approve the excess remuneration of Rs 5,24,750.00 and Rs. 1,43,670.00 paid for the Financial Year 2019-20 and Financial Year 2020-21 respectively to Mr. Chaitanya Chaudhry, (Din: 06813394) designated as Director, which was found to be in excess of the maximum permissible limits as per the applicable provisions of the Companies Act.,2013.

RESOLVED FURTHER THAT pursuant to the provisions of sub-section (10) of Section 197 and other applicable provisions, if any, of the Act including any statutory modification(s) or re-enactment thereof, read with Schedule V to the Act, the consent of the members of the company be and is hereby awarded to waive the recovery of Rs 5,24,750.00 and Rs. 1,43,670.0, remuneration paid to Mr. Chaitanya Chaudhry (Din: 06813394), Director of the Company for the Financial Year 2019-20 and Financial Year 2020-21 respectively, in excess of the prescribed limits, in case when company have no profit or inadequate profits as per the applicable provisions of the Companies Act

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

7. **Approval for Waiver of excess managerial remuneration paid to Ms. Vaishali Chaudhry, (Din: 01719640) Director during the Financial Year 2020-21.**

"**RESOLVED THAT** in accordance with the provisions of Sections 197, 198 read with Schedule V of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the approval of the Board of Directors (hereinafter referred to as "the Board") of the Company on the recommendation of Nomination & Remuneration Committee and Audit Committee, the consent of the Members be and is hereby accorded to ratify and approve the excess remuneration of Rs. 7,238.10 paid to Ms. Vaishali Chaudhry, designated as Non-Executive Director (Din: 01719640) of the Company for the Financial Years 2020-21, which was in excess of maximum remuneration permissible as per the applicable provisions of the Companies Act,2013.

RESOLVED FURTHER THAT pursuant to the provisions of sub-section (10) of Section 197 and other applicable provisions, if any, of the Act including any statutory modification(s) or re-enactment thereof, read with Schedule V to the Act, the consent of the members of the company be and is hereby awarded to waive the recovery of Rs. 7,238.10 remuneration paid to Ms. Vaishali Chaudhry (Din: 01719640) Non-Executive Director of the Company, during the Financial Year 2020-21, in excess of the prescribed limits, in case when company have no profit or inadequate profits as per the applicable provisions of The Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

8. Approval for Increase in remuneration of Mr. Chaitanya Chaudhry, Director and CEO (DIN: 06813394)

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

"**RESOLVED THAT** in accordance with the provisions of Sections 197, 198 read with Schedule V of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the approval of the Board of Directors (hereinafter referred to as "the Board") of the Company on the recommendation of Nomination & Remuneration Committee and Audit Committee and subject to such other approvals as may be necessary, the approval of the Members of the company be and is hereby accorded for payment of remuneration to Mr. Chaitanya Chaudhry ((DIN: 06813394), Director and CEO of the Company, upto the maximum limit of Rs.12,00,000/- (Rupees Twelve Lakhs only) per annum with effect from 1st April, 2021, provided that such variation or increase is with in specified limit as under the relevant provisions of Section 196, 197 and Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the approval of the shareholders of the company be and is hereby accorded for the remuneration payable to, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of the Mr. Chaitanya Chaudhry (DIN: 06813394) as Director of the company, the company can pay the aggregate of remuneration as specified above to Mr. Chaitanya Chaudhry (DIN: 06813394), as and when required subject to any

approvals as may require for the payment of same.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

9. Approval for remuneration to the Ms. Vaishali Chaudhry (DIN: 01719640) Non-Executive Directors

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

"RESOLVED THAT in accordance with the provisions of Sections 197, 198 read with Schedule V of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the approval of the Board of Directors (hereinafter referred to as "the Board") of the Company on the recommendation of Nomination & Remuneration Committee the approval of the Members of the company be and is hereby accorded for payment of remuneration to Ms. Vaishali Chaudhry (DIN: 01719640) Non-Executive Directors Rs. 60,000 per annum with effect from 1st April, 2021, provided that such variation or increase is with in specified limit as under the relevant provisions of Section 196, 197 and Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the approval of the shareholders of the company be and is hereby accorded for the remuneration payable to, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of the Ms. Vaishali Chaudhry (DIN: 01719640) as Director of the company, the company can pay the remuneration as specified above to Ms. Vaishali Chaudhry (DIN: 01719640) as and when required, subject to any approvals as may require for the payment of same.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

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

Place: New Delhi
Date: 02.09.2021

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

NOTES:

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

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

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

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

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

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

(5) In accordance with Circular No.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 ,Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 ('MCA'), read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by SEBI ("circulars"), and owing difficulties involved in dispatching physical copies , the Notice of the AGM and Annual Report 2020-21 has been sent to member of the company , whose email registered with Company / RTA on September 03, 2021. Members may note that the Company will not send physical/ hard copies of the Annual Report 2020-21 and Notice of AGM.

(6) In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circular No.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021,and read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 and other applicable circulars issued by the Ministry of Corporate Affairs (MCA) and SEBI (Collectively called "relevant circulars), Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ company's Registrar and Share Transfer Agent Skyline Financial Services Private Limited (herein referred as 'RTA'). Members who email is not registered may note that the Notice and Annual Report 2020-21 will also be available on the Company's website i.e www.nirajispat.in and websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively.

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

(8) An explanatory statement pursuant to section 102 of the Companies Act, 2013 relating to Special Businesses is annexed hereto and forms part of this notice.

(9) In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company is pleased to provide its members facility to exercise their right to votes on resolutions proposed to be considered at the 36th Annual General Meeting (AGM) though remote e-voting Services provided by National Securities Depository Limited (NSDL). For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system on the date of the AGM will be provided by NSDL.

(10) The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 25th September, 2021 to Thursday, 30th September, 2021 (both days inclusive) for the purpose of Annual General Meeting.

(11) Pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has fixed Friday, 24th September 2021 as Cut of date for the purpose of determining shareholders for voting rights.

(12) The E-voting period begins on Monday, 27th September, 2021at 09:00 A.M. and ends on Wednesday, 29th September, 2021 at 05:00 P.M.

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

Place: New Delhi
Date: 02.09.2021

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

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

The remote e-voting period begins on Monday, 27th September, 2021 at 09:00 A.M. and ends on Wednesday, 29th September, 2021 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e . Friday, 24th September, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 24th September, 2021.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration

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

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

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

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

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

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

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

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

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

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your

'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.

3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csvivekkumar@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 2244 30 or send a request to (Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated) at evoting@nsdl.co.in or pallavid@nsdl.co.in or SoniS@nsdl.co.in or at telephone nos.:- +91 22 24994545, +91 22 24994559, who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the nirajispatindustries@gmail.com.

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

i. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to nirajispatindustries@gmail.com.

ii. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to nirajispatindustries@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**

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

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

Explanatory Statement
(Pursuant to section 102 of Companies Act, 2013)

Item 3:

Alteration of Memorandum of Association is necessary to bring our existing Memorandum of Association in line with Companies Act, 2013.

According to the new act, the Companies now have only Main business and Ancillary and Incidental Business to the attainment of the Main Business, therefore it is mandatory to alter and adopt the new Memorandum of Association as per Companies Act, 2013.

The Board accordingly recommends the Special Resolution as Mentioned at Item No. 3 of this notice for your approval.

None of the Directors and key managerial personnel (including relative of directors or key managerial personnel) of the Company is concerned or interested, financially or otherwise, in this resolution.

Item 4:

The existing Articles of Associations (AOA) are based on the Companies Act 1956, and several regulations in the existing AOA contained references to specific sections of the Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Act.

With the coming into force of the Companies Act, 2013, several regulations of the existing AOA of the Company require alteration or deletion. Accordingly, it is proposed to replace the entire existing AOA by a set of new articles.

The new set of AOA to be substituted in place of existing AOA, are based on Table-F of the Companies Act, 2013 which sets out the models Articles of Association for a Company Limited by shares.

The Board accordingly recommends the Special Resolution as mentioned at Item No.-4 of this notice for your approval.

None of the Directors and key managerial personnel(including relatives of directors or key managerial personnel) of the Company is concerned or interested, financially or otherwise, in this resolution.

Item : 5

During the financial year 2019-20 and 2020-21, the profits of the Company was not adequate and due to the impact of COVID Pandemic on business of the Company the profits of the company was reduced to a significant level. The remuneration paid to Mr. Haryant Chaudhry Director of the Company, in accordance to the provisions of Section 197,198 and Schedule V of the Companies Act, 2013, exceeded the limits prescribed therein.

The Company had inadequate profits in the Financial Years 2019-20 and 2020-21 for the payment of remuneration to the Directors. During the said financial year Company had paid remuneration to its directors in excess of limits prescribed under section 197, 198 of the Companies Act, 2013 (Act) read with Schedule V thereto. In result of the above, Company required to obtain approval from its shareholders by way of Special Resolution to waive the recovery of the excess remuneration paid to the director as mentioned in the Resolutions at set out in Item 5.

Total remuneration paid to Mr. Haryant Chaudhry as the Director of the Company for the financial year ended 2019-20 and 2020-21 was Rs. 6,60,000 and Rs. 4,95,000/- respectively. Out of total remuneration paid, the excess amount of refundable portion of managerial remuneration which is to be waived after approval of shareholders is Rs.5,24,750 and Rs. 4,42,234 for the financial year 2019-20 and 2020-21 respectively.

Other than Mr. Haryant Chaudhry, none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the Resolution stated in Item No. 5.

Pursuant to the recommendations of Nomination and Remuneration Committee, Audit Committee, your Directors recommend the Resolution set out in Item No.5 as a Special Resolution for your approval.

Item: 6

During the financial year 2019-20 and 2020-21, the profits of the Company was not adequate and due to the impact of COVID Pandemic on business of the Company the profits of the company was reduced to a significant level. The remuneration paid to Mr. Chaitanya Chaudhry Director of the Company, in accordance to the provisions of Section 197,198 and Schedule V of the Companies Act, 2013, exceeded the limits prescribed therein.

The Company had inadequate profits in the Financial Years 2019-20 and 2020-21 for the payment of remuneration to the Directors. During the said financial year Company had paid remuneration to its directors in excess of limits prescribed under section 197, 198 of the Companies Act, 2013 (Act) read with Schedule V thereto. In result of the above, Company required to obtain approval from its shareholders by way of Special Resolution to waive the recovery of the excess remuneration paid to the director as mentioned in the Resolutions at set out in Item 6.

Total remuneration paid to Mr. Chaitanya Chaudhry as the Director of the Company for the financial year ended 2019-20 and 2020-21 was Rs. 6,60,000 and Rs. 1,96,432/- respectively. Out of total remuneration paid, the excess amount of refundable portion of managerial remuneration which is to be waived after approval of shareholders is Rs 5,24,750 and Rs. 1,43,670 for the financials year ended 2019-20 and 2020-21 respectively.

Other than Mr. Chaitanya Chaudhry, none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the Resolution stated in Item No. 6.

Pursuant to the recommendations of Nomination and Remuneration Committee, Audit Committee, your Directors recommend the Resolution set out in Item No.6 as a Special Resolution for your approval.

Item: 7

During the financial year 2020-21, the profits of the Company was not adequate and due to the impact of COVID Pandemic on business of the Company the profits of the company was reduced to a significant level. The remuneration paid to Ms. Vaishali Chaudhry, Director of the Company, in accordance to the provisions of Section Schedule V of the Companies Act, 2013, exceeded the limits prescribed therein.

The Company had inadequate profits in the Financial Year 2020-21 for the payment of remuneration to the Directors. During the said financial year Company had paid remuneration to its directors in excess of limits prescribed under section 197, 198 of the Companies Act, 2013 (Act) read with Schedule V thereto. In result of the above, Company required to obtain approval from its shareholders by way of Special Resolution to waive the recovery of the excess remuneration paid to the director as mentioned in the Resolutions at set out in Item 7.

Total remuneration paid to Ms. Vaishali Chaudhry as the Director of the Company for the financial year 2020-21 was Rs. 60,000. Out of total remuneration paid, the excess amount of refundable portion of managerial remuneration which is to be waived after approval of shareholders is Rs 7238.10 for the financials year 2020-21.

Other than Ms. Vaishali Chaudhry, none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the Resolution stated in Item No. 7.

Pursuant to the recommendations of Nomination and Remuneration Committee, Audit Committee, your directors recommend the Resolution set out in Item No. 7 as a Special Resolution for your approval.

Item: 8

Mr. Chaitnya Chaudhry, was appointed and designated as Director of the Company on the Board at its Meeting held on 27.02.2015 and as an CEO of the Company by the Board at its Meeting held on 31.03.2021.

Further, Considering the Contribution of Mr. Chaitnya Chaudhry and progress made by the Company under his leadership and guidance and as per the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 3103.2021 approved the revision in the remuneration of Mr. Chaitnya Chaudhry as enumerated in the Resolution.

Due to inadequacy of profit, Pursuant to section 197 read with schedule V of the Companies Act,2013, the revised remuneration of Mr. Chaitnya Chaudhry as decided by the Board is required to be approved by the shareholders as special resolution at their meeting.

It is submitted that based on the projections, the overall managerial remuneration may exceed the limits specified in Sec 197 of the Companies Act, 2013. The Members are request to consider the revision in remuneration of Mr. Chaitnya Chaudhry, Director Cum CEO of the Company.

Other than Mr. Chaitnya Chaudhry, none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the Resolution stated in Item No. 8.

Pursuant to the recommendations of Nomination and Remuneration Committee, Audit Committee, your directors recommend the Resolution set out in Item No.8 as a Special Resolution for your approval.

Item : 9

Ms. Vaishali Chaudhry, was appointed and designated as Non-Executive Director of the Company on the Board at its Meeting held on 29.11.2001.

Further, Considering the Contribution of Ms. Vaishali Chaudhry and progress made by the Company under her guidance and as per the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on 3103.2021 approved the revision in the remuneration of Ms. Vaishali Chaudhry as enumerated in the Resolution.

Due to inadequacy of profit, Pursuant to section 197 read with schedule V of the Companies Act,2013, the revised remuneration of Ms. Vaishali Chaudhry as decided by the Board is required to be approved by the shareholders as special resolution at their meeting.

It is submitted that based on the projections, the overall managerial remuneration may exceed the limits specified in Sec 197 of the Companies Act, 2013. The Members are request to consider the revision in remuneration of Ms. Vaishali Chaudhry, Non-Executive Director of the Company.

Other than Ms. Vaishali Chaudhry, none of the Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested in the Resolution stated in Item No. 9.

Pursuant to the recommendations of Nomination and Remuneration Committee, Audit Committee, your directors recommend the Resolution set out in Item No.9 as a Special Resolution for your approval.

The Statement containing Additional Information as required under Schedule V to the Companies Act, 2013

1. **General Information:**

I	General Information	
1.	Nature of Industry	The Company is engaged in the business of manufacturing of Poly Buttons with manufacturing facilities located at Uttar Pradesh.
2.	Date or expected date of commencement of Commercial production	The Company is in production since 1992.
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	(In Rs.)

	FY 2020-21	FY 2019-20	FY 2018-19
Total Income	4,05,01,384	5,59,22,027	6,44,12,086
Profit Before Tax	45,56,512	77,15,174	84,71,229
Profit After Tax	34,68,489	52,227,741	65,54,890

5.	Foreign Investments or collaborations, if any	Nil

II. **Information about Appointees:**

II.	Information About Appointees			
S.No.	Particulars	Information		
1.	**Background details**	**Haryant Kumar Chaudhry**	**Chaitanya Chaudhry**	**Vaishali Chaudhry**
		Mr. Haryant Kumar Chaudhry graduated	Mr. Chaitanya Chaudhry has under	Ms. Vaishali Chaudhry has Intermediate. She

		with B.Sc and LLB, in Uttar Pardesh. He had an experience of 50 years as Marketing Director.	graduated in Bachelor of Business Administration. He has an experience of 3 years as Financial Strategy Planning..	has an experience of over 19 years as Marketing.
2.	**Past remuneration**	During the Financial Year ended March 31, 2020, Rs.6,60,000 and Rs.6,60,000 was paid as remuneration to Mr. Haryant Kumar Chaudhry and Mr. Chaitanya Chaudhry, respectively. During the Financial Year ended March 31, 2021, Rs.4,95,000, Rs.1,96,432 and Rs. 60,000 was paid as remuneration to Mr. Haryant Kumar Chaudhry, Mr. Chaitanya Chaudhry and Ms. Vaishali Chaudhry respectively.		
3.	**Recognition and Awards**	Not applicable		
4.	**Job profile and his suitability**	**Mr. Haryant Kumar Chaudhry :** Mr. Haryant Kumar Chaudhry leads the Company in all aspects of Management, Marketing, Finance and Operations. His strong understanding of the Company's markets and customers, and his managerial acumen add value to the leadership and sustainable growth of the Company. **Mr. Chaitanya Chaudhry:** Mr. Chaitanya Chaudhry, Executive Director and CEO of the Company reports to the Board of Directors. He leads the Company's Operations, Business Excellence and Project Management. His expertise and focused process-oriented approach adds value to the operations and leadership position of the Company. he is passionate about driving the Group's commitment to sustainable business growth, built on the concept of shared values. **Ms. Vaishali Chaudhry:** Ms. Vaishali Chaudhry leads the Company in aspects of Management and Marketing. Her strong understanding of the Company's markets and customers, and her ability to make good judgements and take quick decisions, helps to sustainable growth of the Company.		
5.	Remuneration proposed	Details of proposed remuneration are given in the explanatory statement.		
6.	Comparative	Taking into consideration the size of the Company, the profile, knowledge,		

	remuneration profile with respect to industry, size of the company, profile of the position and person	skills and responsibilities shouldered by Mr. Haryant Kumar Chaudhry, Mr. Chaitanya Chaudhry and Ms. Vaishali Chaudhry, the remuneration paid is commensurate with the remuneration packages paid to their similar counterparts in other companies.
7.	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:	Besides the remuneration paid to Mr. Haryant Kumar Chaudhry, Mr. Chaitanya Chaudhry and Ms. Vaishali Chaudhry, they belongs to promoter group. They do not have any other pecuniary interest.

III.**Other Information:**

III.	Other Information	
1.	Reasons of loss or inadequate profits	Current economic situation, weak demand, reduced liquidity in the market, increase in price of raw material and low selling price has impacted the performance of the Company during the FY 2019-20 and FY 2020-21. The outbreak of Corona Virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activities. The Company's operations and revenue during the financial year 2020-21 were impacted due to COVID-19.
2.	Steps taken or proposed to be taken for improvement	The company has assessed the possible impacts of COVID-19 on its financial statements based on internal and external factors .The Company is making necessary efforts to maintain its leadership and improve its performance by aggressively implementing its strategies and cost reduction initiatives along with revenue enhancement initiatives. Moreover, The Company continue to closely monitor any material changes arising of future economic conditions and impact on its business.
3.	Expected increase in productivity and profits in measurable terms	Economic revival is expected. The results of the above initiatives are expected to improve Company's performance and profitability.

NIRAJ ISPAT INDUSTRIES LIMITED

ADDITIONAL INFORMATION IN RESPECT OF MS. VAISHALI CHAUDHRY ,MR. CHAITANYA CHAUDHRY, MR. HARYANT KUMAR CHAUDHRY PURSUANT TO THE LISTING REGULATIONS AND THE SECRETARIAL STANDARD ON GENERAL MEETINGS

Name of Director	Ms. Vaishali Chaudhry
DIN	01719640
Date of Birth	19/05/1968
Date of first appointment on the Board	29/11/2001
Terms and Condition	Re-appointment as Director of the company liable to retire by rotation
Qualifications	Intermediate
Expertise and Experience in specific functional areas	Approx. 19 years in Marketing
Names of other entities in which the person also holds the directorship.	1. Niraj Ispat Industries Limited 2. Raj Electricals and Allied Mfg. Private Limited 3. Crystal Trexim Private Limited 4. Himalayan Promoters Private Ltd.
Membership / Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholders' Relationship Committee)	-
Remuneration last drawn (F.Y. 2020-21)	60,000 p.a
Shareholding in the Company (as on 31st March, 2021)	30400
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Relative

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

Place: New Delhi
Date: 02.09.2021

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

NIRAJ ISPAT INDUSTRIES LIMITED

DIRECTOR'S REPORT

Dear Members,

Your Directors feel pleasure in presenting their 36thAnnual Report together with the Audited Statements of accounts for the Financial Year ended on 31stMarch, 2021.

FINANCIAL RESULTS

The performance of the Company for the financial year ended on 31st March, 2021 is summarized below:

Particulars	Year ended 31.03.2021 (in lakhs)	Year ended 31.03.2020 (in lakhs)
Total Revenue	405.01	559.22
Total Expenses	359.44	482.06
Profit/ Loss before Taxation	45.56	77.15
Provision for Income Tax	13.775	21.52
Income tax for previous year	0.0342	5.88
Provision for Deferred Tax	(2.92)	(2.52)
Profit/(Loss) After Tax	34.68	52.27
Prior period adjustments	-	-
Profit/(Loss) for the year after tax and prior period adjustments	**34.68**	**52.27**

DIVIDEND

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

RESERVES

The Company has transferred Rs. 8,00,000/- from the statement of profit and loss to general reserve during the year under review.

BUSINESS OPERATIONS

The outbreak of Covid-19 pandemic globally and in India is causing significant disturbances and slowdown of economic activity due to which unstabilty in business during the year. During the year under review, our Company achieved a profit of Rs. 45.56/-(in lakhs) before tax as against Profit 77.15/-(in lakhs) in the preceding financial year.

IMPACT OF COVID-19 (GLOBAL PANDEMIC) ON GOING CONCERN

The outbreak of Covid-19 pandemic globally and in India is causing significant disturbances and slowdown of economic activity. To contain the spread of Covid-19 in India, the Ministry of Health Affairs vide order No. 40-3/2020 dated 24 March, 2020 notified the first ever nationwide lockdown. Due to Covid-19 concerns, the Company temporarily suspended its operations and resumed again when on the permissions granted by the Government.

Subsequently, considering the permissions granted by the Local Authorities based on the guidelines issued by the Government of India and State Governments from time to time and the demand for the products from our customers; the operations of the Company were resumed.

The Company is closely monitoring the business environment and material changes to future economic conditions.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

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

During the year Mr. Haryant Kumar Chaudhry, Director Cum CEO of the Company passed away on 12th December, 2020. During his tenure, he has guided the Company through his immense knowledge and experience. All directors have prayed that departed soul may rest in peace.

During the year Mr. Chaitnaya Chaudhry has been appointed as CEO w.e.f 31.03.2021.

Ms. Vaishali Chaudhry (01719640) who retires by rotation at this meeting, and being eligible, offers himself for re-appointment, be and is hereby appointed as a director of the Company liable to retires by rotation.

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

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

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

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

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

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

SUBSIDIARIES, JOINT VENTURE AND ASSOCIATE COMPANY

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

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

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

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

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

PUBLIC DEPOSITS

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

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

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

CORPORATE GOVERNACE

As per Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Compliance with the Corporate Governance Provisions shall not apply in respect of the listed entity having

paid up Equity Share Capital not exceeding Rupees Ten Crores and Net worth not exceeding Rupees Twenty Five Crores as on the last day of the previous financial year. However, as a good governance practice, the Directors Report on Corporate Governance is annexed and form part of this report as **Annexure 'C'**.

CORPORATE SOCIAL RESPONSIBILITY

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

BOARDS DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

DECLARATION BY AN INDEPENDENT DIRECTOR(S)

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

APPOINTMENT OF COMPANY SECRETARY

The Company has already appointed Ms. Seema Sharma, an Associate Member of the Institute of Company Secretaries of India, as Company Secretary of the Company to hold the office w.e.f. 29th June, 2019.

BOARD MEETINGS OF THE COMPANY

The Board met 11 times during the financial year. During the 12 months period ended 31st March, 2021. Board Meetings were held on 05.06.2020, 22.07.2020, 02.09.2020, 12.09.2020, 21.10.2020, 12.11.2020, 11.01.2021, 21.01.2021,12.02.2021,15.03.2021, 31.03.2021.

COMMITTEES OF THE BOARD

Following are the three committees constituted by the Board:

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

The Composition of Board Committees was as under –

1. **Audit Committee**

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

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

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

2. **Nomination and Remuneration Committee**

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

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

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

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

3. **Stakeholders Relationship Committee(SRC):**

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

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

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

OVERALL REMUNERATION

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

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

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

PREVENTION OF SEXUAL HARRASMENT OF WOMEN AT WORKPLACE

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

DIRECTOR'S RESPONSIBILITY STATEMENT

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

(i) In the preparation of the Annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.

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

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

(iv) The Directors have prepared the annual accounts for the financial year ended 31st March 2021 on a going concern basis.

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

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

AUDITORS

i. Statutory Auditors

M/s. Vipin Kumar & Company , Chartered Accountants, the Statutory Auditors of the Company hold the office from 32ndAnnual Genaral Meeting until the conclusion of the 37th Annual General Meeting and on such remuneration as may be decided by the Board of Directors with mutual consent of the appointee Auditors.

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

ii. Secreterial Auditor

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

AUDITORS REPORT

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

SHIFTING OF REGISTERED OFFICE

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

SECRETARIAL AUDIT REPORT

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

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and as per SEBI (LODR) Regulations 2015, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance

evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as Stakeholders Relationship Committee. The Directors expressed their satisfaction with the evaluation process.

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

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

RELATED PARTY TRNSACTIONS

All the related party transactions that were entered into during the financial year were in the ordinary course of Company's business and on arm's length basis. There are no materially significant related party transactions made by the Company with the Promoters, Key Management Personnel or other designated persons which may have potential conflict with the interest of the Company at large. However the related party transactions are given in Note No.27.

SHARE CAPITAL

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

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

B. Issue of equity shares with differential rights

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

C. Issue of sweat equity shares

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

D. Issue of employee stock options

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

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

Company has not made any provision for purchase of its own share by employees or by trustee

for the benefit of employees so no disclosure is required as per rule 16(4) of the Companies (Share Capital and Debentures) Rules 2014.

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

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

For the purposes of effective internal financial control, the Company has adopted various procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

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

(a) Familiarity with Policies and Procedures – the related policies and procedures and the changes thereto, if any, are communicated to the employees at the time of joining and it is ensured that such person understands the policies or procedures correctly.
(b) Accountability of Transactions – There is a proper delegation of authorities and responsibilities so as to ensure accountability of any transaction.
(c) Accuracy & Completeness of Financial Statements/ Reports – For accuracy and completeness of information, reconciliation procedure and multiple checking at different level have been adopted. To avoid human error, computer software is extensively used.
(d) Retention and Filing of Base Documents – All the source documents are properly filed and stored in a safe manner .Further, important documents, depending upon their significance are also digitized.
(e) Segregation of Duties – It is ensured that no person handles all the aspects of a transaction. To avoid any conflict of interest and to ensure propriety, the duties have been distributed at different levels.
(f) Timeliness – It is also ensured that all the transactions are recorded and reported in a timely manner.

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

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

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

ANNUAL RETURN

Pursuant to the provisions of section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the

website of the Company at the **www.nirajispat.in**.

SEGMENT

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

RISK MANAGEMENT POLICY

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

ACKNOWLEDGEMENT

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

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

Place: New Delhi
Date: 02.09.2021

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

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

NIRAJ ISPAT INDUSTRIES LIMITED

ANNEXURE 'A'

FORM NO. AOC –2

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

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

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

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

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

Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date (s) of approval by the Board, if any	Amount paid as advances, if any
NIL	NIL	NIL	NIL	NIL	NIL

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

Place: New Delhi
Date: 02.09.2021

Sd/-

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

Sd/-

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

NIRAJ ISPAT INDUSTRIES LIMITED

ANNEXURE 'B'

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. OPERATING RESULTS OF THECOMPANY

During the Financial Year under consideration the performance of the Company was satisfactory. Net Profit for the year 2020-21 stood at Rs 34,68,489/- as against Net Profit of Rs. 52,27,741 /- in the year 2019-20. Furthermore the total Revenue from operation for the year ended March 31st, 2021 stood at Rs. 4,05,01,384/- as compared to Rs. 5,59,22,027/- revenue for the year 2019-20.

2. INDUSTRY STRUCTURE AND DEVELOPMENT

The principal activities of the Company are:

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

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

3. THREATS

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

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

4. PROSPECT &OUTLOOK

The Company presents the analysis of the Company for the year 2020-21 & its outlook for the future. This outlook is based on assessment of the current business environment. It may vary due to future economic & other developments both in India and abroad.

5. RISKS AND CONCERNS

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

6. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

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

7. HUMANRESOURCES

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

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

Place: New Delhi
Date: 02.09.2021

Sd/-
Vaishali Chaudhry
Director
DIN: 01719640

Sd/-
Chaitanya Chaudhary
Director
DIN: 06813394

ANNEXURE 'C'

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

The Information Under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 for the year ended March 31st, 2021 is given here below and forms part of the Director's Report.

I. CONSERVATION OF ENERGY

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

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

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

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

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

FORM – A

Power and Fuel Consumption	2020-21
1. Electricity Total Amount (Rs.)	 33,15,760/-
2. Own Generation (Through Diesel Generator) Cost (Rs.)	 1,48,340/-

II. TECHNOLOGYABSORPTION

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

FORM – B

I. Research and Development (R & D)

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

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

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

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

II. Technology Absorption, adoption and innovation:

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

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

3. Particulars of technology imported: Nil

III. FOREIGN EXCHANGE EARNINGS AND OUTGO :

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

(b) Earning and outgo :	**2019-20**	**2020-21**
i) Foreign Exchange earning :	NIL	NIL
ii) Foreign Exchange outgo :	NIL	NIL
(b) Value of Imports on CIF Basis	**2019-20**	**2020-21**
Capital Goods (in lacs) :	Nil	Nil

ANNEXURE 'D'

REPORT ON CORPORATE GOVERNANCE

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

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

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

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

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

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

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

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

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

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

A. BOARD OFDIRECTORS

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

i) CATEGORY AND COMPOSITION

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

The composition of Board during the year as follows:

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

- During the year Mr. Haryant Kumar Chaudhry, Director Cum CEO of the Company passed away on 12th December, 2020. During his tenure, he has guided the Company through his immense knowledge and experience. All directors have prayed that departed soul may rest in peace.
- Mr. Chaitnaya Chaudhry has been appointed as CEO w.e.f 31.03.2021.
- Ms. Vaishali Chaudhry (01719640) who retires by rotation at this meeting, and being eligible, offers himself for re-appointment, be and is hereby appointed as a director of the Company liable to retires by rotation.

ii) BOARDMEETING

The Board meeting is held in every quarter to review the financial results and discuss other issues. Besides the quarter, Board meeting are also held whenever required. To conduct a Board meeting the Directors are informed by giving a notice in advance and the agenda of Board meeting is also dispatched with the notice. The members of Board discussed each agenda in the meeting and take decision after having a proper discussion and obtaining views of all members. The Board members are free to give their suggestions on any agenda item and can also submit their view for improving the performance of Company.

The Board met 11 times during the financial year. During the 12 months period ended 31st March, 2021. Board Meetings were held on 05.06.2020, 22.07.2020, 02.09.2020, 12.09.2020, 21.10.2020, 12.11.2020, 11.01.2021, 21.01.2021,12.02.2021,15.03.2021, 31.03.2021.

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

Name of The Director	Designation	Category	No. of Board Meetings Attended	Last AGM attended
Mr. Haryant Kumar Chaudhry	Director	Executive Director	6	Yes
Mrs. Vaishali Chaudhry	Director	Non-Executive Director	11	Yes
Mr. Anil Kumar Sharma	Director	Non-Executive & Independent Director	11	Yes
Mr. Chaitanya Chaudhry	Director	Executive Director	11	Yes
Mr. Rajeev Kumar Singhal	Director	Non-Executive & Independent Director	11	Yes

Details of equity shares of the Company held by the Directors as on March 31, 2021 is given below:

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

B. COMMITTEE OF DIRECTORS AUDIT COMMITTEE:

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

i) BOARD TERMS OF REFERENCE

The composition of audit committee meets the requirements of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013. The terms of the reference of Audit Committee include inter alia the following:

Powers of Audit Committee

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

Key responsibilities of Audit Committee

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. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.

3. Approvalofpaymenttostatutoryauditorsforanyotherservicesrenderedbythestatutoryauditors.

4. Reviewing,withthemanagement,theannual/Quarterlyfinancialstatementsbeforesubmissionto 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(3)sub clause (c) of section134 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.

h. The quality and acceptability of:

- The accounting policies and practices, including without limitation critical accounting policies and practices, all alternative accounting treatments within generally accepted accounting principles for policies and procedures related to material items that have been discussed with management, ramifications of the use of such alternative treatments and the treatment preferred by the external auditors; and
- Financial reporting disclosures and changes thereto, including a review of any material items of correspondence between the Company and the external auditors;

i. The extent to which the financial statements are affected by any unusual transactions or any off-balance sheet arrangements, including any disclosable guarantees, indemnification agreements or interests in unconsolidated special purpose entities, in the year and how they are disclosed;

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

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

l. possible impairments of the Group's assets;

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

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

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

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

8. Discussionwithinternalauditorsanysignificantfindingsandfollowupthereon.

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

10. 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.

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

12. To review the functioning of the Whistle Blower mechanism, in case the same is existing.

13. Mandatory reviews the following information:

i. Management discussion and analysis of financial condition and results of operations;
ii. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
iii. Managementletters/lettersofinternalcontrolweaknessesissuedbythestatutoryauditors;
iv. Internal audit reports relating to internal control weaknesses; and
v. The appointment, removal and terms of remuneration of the Chief internal auditor

14. Overseeing the relationships with the external auditors as follows:

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

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

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

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

iv. To pre-approve the scope and extent of audit and non-audit services provided to the Group by any third party in the case of audit services and by the external auditors in the case of audit and

permitted non-audit services. The Audit Committee may delegate to the Chairman of the Audit Committee(and in
his absence another member) the authority to pre-approve any audit or permitted non-audit service to be provided by the external auditors provided such approvals are presented to the Audit Committee at its next scheduled meeting;

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

vi. To ensure that there are no restrictions on the scope of the statutory audit;

15. Such other function, as may be assigned by the Board of Directors from time to time or as may be stipulated under any law, rule or regulation including the Listing Agreement and the Companies Act, 2013.

THE COMPOSITION AND MEETING OF AUDIT COMMITTEE:

Audit Committee consists of three Directors, namely Mr. Rajeev Kumar Singhal is Non-Executive & Independent Director, Mr. Anil Kumar Sharma is Non-Executive & Independent Director and Mrs. Vaishali Chaudhry is Non-Executive Director. The Constitution of Audit Committee also meets the requirements under Section177 of the Companies Act, 2013.

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

The Statutory Auditors are also the invitee to the meetings.

During the year under review, the Committee met Four times on 22.07.2020, 12.09.2020, 12.11.2020 and 12.02.2021.

Constitution of Audit Committee and other related information as on 31st March, 2021 are as under:

The Composition of Audit Committee is as follows:

Name of the Director	Category	Number of meetings during the financial year 2020-21	
		Held	Attended
Mrs. Vaishali Chaudhry	Non-Executive Director	4	4
Mr. Anil Kumar Sharma	Non-Executive & Independent Director	4	4

Mr. Rajeev Kumar Singhal	Non-Executive & Independent Director	4	4

STAKEHOLDERS RELATIONSHIP COMMITTEE:

Composition, meetings and attendance

In compliance with the Regulations of SEBI (LODR) Regulations, 2015 and provisions of the Companies Act, 2013, the Company has constituted an Investor Grievance Committee consisting of majority of Non-Executive Independent Directors. As on 31st March, 2021, Committee consists of three members Comprising of Mr. Anil Kumar Sharma is Non-Executive & Independent Director, Ms. Vaishali Chaudhry, Non-Executive Director and Mr. Rajeev Kumar Singhal is Non-Executive & Independent Director under the Chairmanship of an Independent & Non Executive Director viz Mr. Anil Kumar Sharma.

Name of the Director	Category	Number of meetings during the financial year 2020-21	
		Held	Attended
Mrs. Vaishali Chaudhry	Non-Executive Director	4	4
Mr. Anil Kumar Sharma	Non-Executive & Independent Director	4	4
Mr. Rajeev Kumar Singhal	Non-Executive & Independent Director	4	4

The Composition of Stakeholders Relationship Committee is as follows:

During the year under review, the Committee met Four times on 21.07.2020, 21.10.2020, 11.01.2021 and 21.01.2021.

The broad terms of reference includes the following:

- Redressal of shareholder and investor complaints including, but not limiting itself to transfer of shares and issue of duplicate share certificates, non-receipt of balance sheet, non-receipt of declared dividends, etc.,and
- Monitoring transfers, transmissions, dematerialization, rematerialization, splitting and consolidation of shares issued by the Company.

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

There were no Shareholder/investors complaints pending at the end of the financial year ended on 31.03.2021.

Role and Responsibilities

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

- To monitor the process of expeditious transfer of shares or debentures.
- To monitor and review the shareholders complaints related to transfer of shares, non-receipt of Balance Sheet, non receipt of declared dividend etc.
- To monitor and review from time to time the systems/ procedures relating to processing of transfer of shares, dematerialization/ re-materialization of share certificates, re-issued of share certificates against split, cancellation, consolidation and lost share certificates etc.
- To investigate any activity and seek information from any employee of the Company, in discharging its duties.
- To obtain outside legal or professional services , If consider necessary.
- To fix the record date for the purposes as required under the Companies act and/or listing agreement.
- To consider and approve issue of duplicate share certificate in lieu of those reported lost, misplaced, torn, mutilated etc.
- Any other powers which are specifically delegated by the Board from time to time.

Name, designation and address of Compliance Officer:

Cs Seema Sharma
Company Secretary & Compliance Officer
S-7, Param Puri, Uttam Nagar-110059

NOMINATION AND REMUNERATION COMMITTEE

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

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

The Statutory Auditors are also the invitee to the meetings.

During the year under review, the Committee met Five time on 22.07.2020, 02.09.2020, 11.01.2021, 15.03.2021 & 31.03.2021.

Constitution of Nomination and Remuneration Committee and other related information as on 31st March, 2021 are as under:

The Composition of Nomination and Remuneration Committee is as follows:

Name of the Director	Category	Number of meetings during the financial year 2020-21	
		Held	Attended
Mr. Vaishali Chaudhry	Non-Executive Director	5	5
Mr. Anil Kumar Sharma	Non-Executive & Independent Director	5	5
Mr. Rajeev Kumar Singhal	Non-Executive & Independent Director	5	5

Performance Evaluation Criteria for Independent Directors:

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

MEANS OF COMMUNICATIONS

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

DISCLOSURES

CODE OF CONDUCT:

As per SEBI (LODR), 2015, the Board of the Company has laid down Code of Conduct for all the Board members of the Company and Senior Management as well and the same has been posted on Website of the Company. Annual Compliance Report for the year ended 31st March, 2020 has been received from all the Board members and senior management of the Company regarding the compliance of all the provisions of Code of Conduct. Declaration regarding compliance by Board members and senior management personnel with the Company's Code of Conduct is hereby attached as annexure to this report.

MATERIAL NON-LISTED SUBSIDIARY COMPANIES:

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

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

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

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

RISK MANAGEMENT

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

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

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

Name of Director/KMP	Designation	Remuneration Paid
Haryant Kumar Chaudhry	Director	Rs. 4,95,000
Vaishali Chaudhry	Non-Executive Director	Rs. 60,000
Chaitanya Chaudhry	Director cum CEO	Rs. 1,96,432
Niraj Chaudhry	CFO	Rs.5,75,000
Seema Sharma	Company Secretary	Rs. 99,000

Remuneration of all the employees of the Company for the Financial year 2020-21 paid and payable is Rs.19,37,035.00

FEES PAID BY THE COMPANY ITS SUBSIDIARIES TO THE STATUTORY AUDITORS

The Company has paid audit fee of Rs.25,000 per annum for the financial year 2020-21, excluding other professional charges for certification and the reimbursement of out of pocket expenses on actual basis, for payment to M/s Vipin Kumar & Co, the statutory auditors,.

POSTAL BALLOT

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

STATUTORY DISCLOSURES

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

GENERAL SHAREHOLDER INFORMATION

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

E-Mail: nirajispatindustries@gmail.Com Website: www.nirajispat.in

GENERAL MEETING:-

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

Particulars	FY 2017-2018	FY 2018-2019	FY 2019-20
Date and time	29th September, 2018, 10:00 A.M.	30th September, 2019, 02:00 P.M.	30th September, 2020, 11:30 A.M.
Venue	5140/41/34 Chaudhry Market, Gali Peti wali, Sadar Bazar, New Delhi- 110006	5140/41/34 Chaudhry Market, Gali Peti wali, Sadar Bazar, New Delhi- 110006	5140/41/34 Chaudhry Market, Gali Peti wali, Sadar Bazar, New Delhi- 110006
Special Resolution	No	Yes	Yes

ANNUAL GENERAL MEETING

Date: 30th September, 2021

Time: 11.30 AM

Venue: 5140-41/34, F/F, Chaudhry Market, Gali Peti Wali, Rui Mandi, Sadar Bazar, New Delhi -110006

FINANCIAL CALENDAR 2020-21(Quarterly Results)

First Quarterly Results ending 30th June 2020: 22.07.2020

Second Quarterly Results ending 30th September, 2020: 12.09.2020

Third Quarterly Results ending 31st December, 2020: 12.11.2020

Fourth Quarter Results ending 31st March, 2021: 12.02.2021

DATE OF BOOK CLOSURE:

25th September, 2021 to 30th September, 2021 (both days inclusive)

LISTING ON STOCK EXCHANGE

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

An annual listing fee for the financial year 2020-2021 has been paid to the above Stock Exchanges. The Company has also paid annual custodial fees for financial year 2020-21 to National Securities Depository Limited (NSDL)

EQUITY CODE:

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

CORPORATE IDENTIFICATION NUMBER: L27106DL1985PLC021811

NIRAJ ISPAT INDUSTRIES LIMITED

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

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

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

Corporate Office:
Chaudhry Cinema Building,
19, G.T. Road Ghaziabad-201009, Uttar Pradesh

Shareholding as on March 31, 2021 :

(a) Distribution of Shareholding as on March 31, 2021 :

Share or Debenture holding Nominal Value	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount	% to Total Amount
(Rs.)			(Rs.)	
1	2	3	4	5
Up To 5,000	251	48364	476500	7.94
5001 To 10,000	240	46.51	240000	4
10001 To 20,000	6	1.16	116000	0.19

20001 To 30,000	1	.019	21000	0.35
30001 To 40,000	4	0.77	170900	2.84
40001 To 50,000	2	0.38	88600	1.47
50001 To 1,00,000	3	0.58	264000	4.4
1,00,000 and Above	9	1.74	4623000	74.59
Total	**516**	**100**	**6000000**	**100**

(b) Categories of equity shareholders as on March 31, 2021:

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

(C) Top ten equity shareholders of the Company as on March 31, 2021 :

Sr. No	Name of Shareholders	Number of Shares Held	% of Holding
1.	VIJAY KUMAR AGARWAL	20000	3.33
2.	JAGMOHAN NAYYAR	13400	2.33
3.	KARAN NAYYAR	13000	2.17
4.	SHAHAB TARIQ	5800	0.96
5.	ASHOK KAPOOR	4150	0.69
6.	RAVINDRA KUMAR GARG	5000	0.83
7.	NEETA NAYYAR	5900	0.98
8.	RAJ KISHOR	2100	0.35
9.	MANOJ KUMAR	3600	0.60
10.	ARUN AGNIHOTRI	3600	.060

DECLARATION

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

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

Place: New Delhi
Date: 02.09.2021

Sd/-

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

Sd/-

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

Annexure –'E'

NOMINATION AND REMUNERATION POLICY

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

DEFINITIONS

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

"Key Managerial Personnel" means:

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

(ii) Chief Financial Officer;

(iii) Company Secretary; and

(iv) such other officer as may be prescribed.

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

OBJECTIVE

The objective of the policy is to ensure that

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

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

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

Role of the Committee:

The role of the NRC will be the following:

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

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

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

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

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

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

TERM / TENURE

a) Managing Director/Whole-time Director:

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

b) Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the

Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

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

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

EVALUATION

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

REMOVAL

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

RETIREMENT

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

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

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

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

there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.

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

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

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

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

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

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

i) The Services are rendered by such Director in his capacity as the professional; and
ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

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

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

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

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

IMPLEMENTATION

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

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

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

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

i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

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

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

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

d) I have indicated to the auditors and the Audit Committee:

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

(ii) Significant changes in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and

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

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

Place: New Delhi
Date: 02.09.2021

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

NIRAJ ISPAT INDUSTRIES LIMITED

CERTIFICATEON CORPORATE GOVERNANCE

The Members of
NIRAJ ISPAT INDUSTRIES LIMITED

We have examined the compliance of conditions of Corporate Governance by **NIRAJ ISPAT INDUSTRIES LIMITED** for the year ended on March 31, 2021 as stipulated in SEBI (LODR) Regulations 2015.

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

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

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

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

For V Kumar & Associstes
Company Secretary In Pratice

Sd/-
(VIVEK KUMAR)
FCS: 8976
COP : 10438
Udin: F008976C000923593

Place: New Delhi
Dated: 02/09/2021

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

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

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

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers and representation given by the management we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority:

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

It is solemnly the responsibility of Directors to submit relevant declarations and disclosures with complete and accurate information in compliance with the relevant provisions. Further, ensuring the eligibility of

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

For V Kumar & Associstes
Company Secretary In Pratice

Place: New Delhi
Dated: 02/09/2021

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

Udin : F008976C000916806

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

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. The Code of Conduct as adopted is available on the Company's website. I confirm that the Company has in respect of the Financial Year ended March 31, 2021, received from the Senior Management team of the Company and the members of the Board, a declaration of Compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Presidents, Sr. Vice Presidents and Vice President Cadre as on March 31, 2021.

By Order of the Board
Niraj Ispat Industries Limited

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

ANNEXURE 'F

FORM NO. MR-3

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

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

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

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Niraj Ispat Industries Limited** ("the Company") for the financial year ended on **31st March, 2021** according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;- ***Not applicable as the Company has not made any such transaction during the financial year under review***;
(v) ThefollowingRegulationsandGuidelinesprescribedundertheSecuritiesandExchange Board of India Act, 1992 ('SEBI Act'):-

a. TheSecuritiesandExchangeBoardofIndia(SubstantialAcquisitionofSharesandTakeovers) Regulations,2011;

b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2009;
c. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines,1999;
d. The Securities and Exchange Board of India(Issue and Listing of Debt Securities)Regulations, 2008;- - ***Not applicable as the Company has not issued any listed debt securities during the period under review***;
e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations,1993 regarding the Companies Act and dealing with client;
f. The Securities and Exchange Board of India (Delisting of Equity Shares)Regulations,2009,- ***Not applicable as the Company has not delisted/proposed to delist its equity shares from any stock exchange during the financial year under review***;
g. The Securities and Exchange Board of India(Buy back of Securities)Regulations, 1998;- ***Not applicable as the Company has not bought back/proposed to buyback any of its securities during the financial year under review.***

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

a. Factories Act,1948
b. Industrial DisputeAct,1947
c. The Payment of Wages Act,1936
d. The Minimum Wages Act,1948
e. Employees' State Insurance Act,1948
f. The Payment of Bonus Act,1965
g. The Payment of Gratuity Act,1972
h. The Contract Labour (Regulation & Abolition) Act,1970
i. The Maternity Benefit Act,1961
j. The Child Labour (Prohibition & Regulation)Act,1986
k. The Industrial Employment (Standing Order)Act,1946
l. The Employee Compensation Act,1923
m. The Apprentices Act,1961
n. Equal Remuneration Act,1976
o. The Employment Exchange(Compulsory Notification of Vacancies)Act,1956

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.
(ii) SEBI(ListingObligationsandDisclosureRequirements)Regulations,2015.
(iii) Equity Listing Agreement up to the extent applicable.

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

We further report that:

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

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

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

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

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

Date:-02.09.2021
Place:-New Delhi

Sd/-
V Kumar and Associates
FCS No: - 8976
CP No: - 10438
Udin: *F008976C000885709*

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

Annexure 'I'

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

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

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

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

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

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

The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

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

Date:-02.09.2021
Place: -New Delhi

Sd/-
V Kumar andAssociates
FCS No: - 8976
CP No: - 10438
Udin: *F008976C000885709*

INDEPENDENT AUDITORS' REPORT

To The Members of
NIRAJ ISPAT INDUSTRIES LIMITED

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of Niraj Ispat Industries Limited ("the Company"), which comprises the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Cash Flow and the Statement of Changes in Equity for the year then ended and Notes to the Financial Statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit including other comprehensive income, its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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

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

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

How our audit addressed the Key Audit Matter

Our audit procedures included the following:

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

- We obtained an understanding of the Company's capitalization policy and assessed for compliance with the relevant accounting standards;
- We carried out substantive tests on random sampling for all the major additions, deletions to the assets by applying all the characteristics of capital expenditure, proper classification of the same, with reference to the company's policy and accounting standards;
- We obtained an understanding on management assessment relating to progress of projects and their intention to bring the asset to its intended use.
- We obtained certificates relating to useful lives of assets where, required.

Other Information

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

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

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

Responsibility of Management and Those Charged with Governance for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive Income, cash flows and changes in the equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

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

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

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

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

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

reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements for the financial year ended March 31, 2021 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and record of the Company as we considered appropriate and according to the information and explanations given to us, we give in 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

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

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

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

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

   d. On the basis of written representations received from the directors as on March 31, 2021, taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2021, from being appointed as a Director in terms of Section 164 (2) of the Act.

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

   f. In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

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

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

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

(iii) There has been no delay in transferring amount, required to be transferred, to the Investor Education and Protection Fund by the Company

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

(V. K. AGARWAL)
FCA/Prop.
M. No. 071279
UDIN 21071279AAAABM4612

Place : SAHARANPUR
Date : 29th June 2021

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT

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

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

We have audited the internal financial controls over financial reporting of Niraj Ispat Industries Limited ("the Company") as on March 31, 2021 in conjunction with our audit of the Ind AS financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

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

(V. K. AGARWAL)
FCA/Prop.
M. No. 071279
UDIN 21071279AAAABM4612

Place : SAHARANPUR
Date : 29th June 2021

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

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

Report on Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ('the Act') of Niraj Ispat Industries Limited ("the Company"):

1. In respect of Property, Plant & Equipment of the Company:

   a. The company has maintained proper records showing full particulars, including quantitative details and situation of property, plant & equipment.

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

   c. According to the information and explanations given to us and the records examined by us, we report that the company is not having freehold properties. In respect of immovable properties, taken on lease and disclosed as fixed assets in the financial statements, the lease agreements are in the name of the company.

2. As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on such verification.

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

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

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

6. Reporting under clause 3(vi) of the Order is not applicable as the Company's business activities are not covered by the Companies (Cost Records and Audit) Rules, 2014.

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

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

   b. There were no undisputed amounts payable in respect of provident fund, employees' state insurance, Income tax, sales tax, goods and service tax, service tax, value added tax, duty of customs, duty of excise, cess and any other material statutory dues in arrears as at 31st March, 2021 for a period of more than six months from the date they became payable.

8. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowings to the banks. The Company does not have any outstanding dues in respect of financial institutions and debenture holders during the year.

9. Based on the information and explanations given to us by the management, term loan was applied for the purpose the loan was raised. The Company has not raised any money by way of initial public offer or further public offer (including debt instrument).

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

11. According to the information and explanations given to us, the management has paid managerial remuneration in accordance with the provisions of section 197 read with Schedule V to the Companies Act, 2013.

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

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

14. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures hence reporting under clause 3(xiv) of the order is not applicable to the Company.

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

16. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

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

(V. K. AGARWAL)
FCA/Prop.
M. No. 071279
UDIN 21071279AAAABM4612

Place : SAHARANPUR
Date : 29th June 2021

NIRAJ ISPAT INDUSTRIES LIMITED

NIRAJ ISPAT INDUSTRIES LIMITED

BALANCE SHEET AS AT 31st MARCH 2021

PARTICULARS	Note No.	As at 31.03.2021	As at 31.03.2020
ASSETS			
(1) Non-current assets			
Property, plant and equipment	1	18,004,090	20,509,260
Financial assets			
Investment	2	2,319,058	2,287,304
Other non-current assets	3	804,918	804,918
Total - Non current assets		**21,128,066**	**23,601,482**
(2) Current assets			
Inventories	4	2,423,193	2,388,273
Financial Assets			
Trade receivables	5	6,764,874	6,108,274
Cash and cash equivalents	6	1,542,269	1,020,586
Other balances with banks		-	-
Other current assets	7	109,883,908	107,879,917
Total - Current assets		**120,614,244**	**117,397,049**
TOTAL - ASSETS		**141,742,310**	**140,998,532**
EQUITY AND LIABILITIES			
(3) Equity			
Equity share capital	8	6,000,000	6,000,000
Other equity	9	91,390,191	87,921,702
Total - Equity		**97,390,191**	**93,921,702**
(4) Non-current liabilities			
Financial liabilities			
Borrowings	10	30,734,395	34,737,569
Provisions		-	-
Deffered tax liabilities (net)	11	1,788,763	2,081,660
Total - Non current liabilities		**32,523,158**	**36,819,229**
(5) Current liabilities			
Financial liabilities			
Borrowings	12	-	-
Trade payables	13	8,839,707	6,857,554
Provisions	14	1,377,500	2,152,000
Other current liabilities	15	1,611,754	1,248,047
Total - Current liabilities		**11,828,961**	**10,257,601**
TOTAL - EQUITY AND LIABILITIES		**141,742,310**	**140,998,532**

See accompanying notes to the Financial Statements

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

(V. K. AGARWAL)
FCA
M.No. 071279

Place: Delhi
Dated: 29.06.2021

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

Sd/-
(Vaishali Chaudhry)
Director
Din 00021795

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

Sd/-
(Niraj Chaudhry)
CFO

Sd/-
(Seema Sharma)
Company Secretary

NIRAJ ISPAT INDUSTRIES LIMITED

STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31st MARCH 2021

PARTICULARS	Note No.	As at 31.03.2021	As at 31.03.2020
I Revenue from operations	16	35,646,583	49,970,278
II Other Income	17	4,854,802	5,951,749
III Total income		**40,501,384**	**55,922,027**
IV Expenses			
(a) Cost of raw materials consumed	18	20,600,109	26,833,895
(b) Changes in Inventories of Finished Goods, work-in-progress and Stock-in-trade	19	(382,842)	(1,052,951)
(c) Employee Benefit Expenses	20	3,763,104	5,025,361
(d) Finance Cost	21	523,424	1,396,264
(e) Depreciation & Amortization Expenses	1	2,857,680	3,039,421
(F) Other Expenses	22	8,583,397	12,964,864
Total expenses		**35,944,873**	**48,206,853**
V Profit before exceptional item & tax (III - IV)		**4,556,512**	**7,715,174**
VI Exceptional Items			
VII Profit/(loss) before tax (V-VI)		**4,556,512**	**7,715,174**
VIII Tax Expenses			
Income tax for previous year		3,420	588,140
Current Tax		1,377,500	2,152,000
Deferred Tax		(292,897)	(252,707)
IX Profit for the years (VII-VIII)		**3,468,489**	**5,227,741**
X Other Comprehensive Income for the period			
A (i) Items that will not be reclassified to profit or loss			
(ii) Income tax relating to items that will not be reclassified to profit or loss			
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Other Comprehaensive Income			
XI Total Comprehensive income for the year		**3,468,489**	**5,227,741**
XII Earnings per share			
Basic and Diluted		5.78	8.71
XIII Notes forming part of financial statement			

See accompanying notes to the Financial Statements

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

(V. K. AGARWAL)
FCA
M.No. 071279

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

Sd/-
(Vaishali Chaudhry)
Director
Din 00021795

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

Sd/-
(Niraj Chaudhry)
CFO

Sd/-
(Seema Sharma)
Company Secretary

Place: Delhi
Dated: 29.06.2021

NIRAJ ISPAT INDUSTRIES LIMITED

M/S NIRAJ ISPAT INDUSTRIES LTD

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

PARTICULARS	31.03.2021	31.03.2020
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax and extraordinary items	4,556,512	7,715,174
Adjustments for :		
Depreciation	2,857,680	3,039,421
Finance Cost	523,424	1,396,264
Other Income from Investments	(4,823,048)	(5,951,749)
Prov. for change in Fair value of Shares	(31,754)	(18,509)
Operating profit before working capital changes	3,082,814	6,180,601
Adjustments for :		
Trade & Other Receivables	(2,660,590)	19,829,816
Inventories	(34,921)	(1,372,229)
Trade & Other Payables	1,571,360	1,358,734
Cash generated from operations	1,958,663	25,996,923
Direct Taxes	(1,377,500)	(2,152,000)
Previous Year Adjustment	(3,420)	(588,140)
NET CASH FROM OPERATING ACTIVITIES (A)	577,743	23,256,782
CASH FLOW FROM INVESTMENTS ACTIVITIES		
Purchase of fixed assets	(352,510)	(21,441)
Sale of fixed assets	-	68,891
Other Income from Investments	4,823,048	5,951,749
NET CASH USED IN INVESTING ACTIVITIES (B)	4,470,538	5,999,199
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Unsecured Loans	(4,003,174)	(28,352,146)
Proceeds from borrowing from working capital	-	-
Proceeds from borrowing from term loans	-	-
Increase /(Decrease) in Investments	-	-
Interest paid	(523,424)	(1,396,264)
NET CASH USED IN FINANCING ACTIVITIES (C)	(4,526,598)	(29,748,410)
Net change in cash and cash equivalents	521,683	(492,429)
Cash and cash equivalents as at Ist April	1,020,586	1,513,014
Cash and cash equivalents as at 31st March	1,542,269	1,020,586
	-	-

Note:-

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

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

(V. K. AGARWAL)
FCA
M.No. 071279

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

Sd/-
(Vaishali Chaudhry)
Director
Din 00021795

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

Sd/-
(Niraj Chaudhry)
CFO

Sd/-
(Seema Sharma)
Company Secretary

Place: Delhi
Dated: 29.06.2021

NIRAJ ISPAT INDUSTRIES LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31st MARCH 2021

A. Equity Share Capital

Equity Shares of Rs. 10/- each issued, subscribed and fully paid	No. of Shares	Amount
As at April 1, 2019	600,000	6,000,000
Issued during the year	-	-
As at March, 31 2020	600,000	6,000,000
Issued during the year	-	-
As at March, 31 2021	600,000	6,000,000

B. Other Equity

	General Reserve	Retained Earnings	Total
As at April 1, 2019	**11,283,469**	**71,410,492**	**82,693,961**
Profit for the year	-	5,227,741	5,227,741
Transfer within equity	1,800,000	(1,800,000)	-
Other Comprehensive Income	-	-	-
Total Comprensive income	**1,800,000**	**3,427,741**	**5,227,741**
-Final dividend on equity Shares	-	-	-
-Tax on Final dividend on equity Shares	-	-	-
As at March 31, 2020	**13,083,469**	**74,838,233**	**90,942,614**
Profit for the year	-	3,468,489	3,468,489
Transfer within equity	800,000	(800,000)	-
Other Comprehensive Income	-	-	-
Total Comprensive income	**800,000**	**2,668,489**	**3,468,489**
-Final dividend on equity Shares	-	-	-
-Tax on Final dividend on equity Shares	-	-	-
As at March 31, 2021	**13,883,469**	**77,506,722**	**91,390,191**

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

(V. K. AGARWAL)
FCA
M.No. 071279

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

Sd/-
(Vaishali Chaudhry)
Director
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Sd/-
(Chaitanya Chaudhry)
Director Cum CEO
Din 06813394

Sd/-
(Niraj Chaudhry)
CFO

Sd/-
(Seema Sharma)
Company Secretary

Place: Delhi
Dated: 29.06.2021

Notes on Financial Statement for the year ended 31st March, 2021 Niraj Ispat Industries Limited										
1. Property, Plant and equipment										
Particulars	**Lease hold land**	**Factory Buildings**	**Furniture & Fixture**	**Electric Installation**	**Crane**	**Generator**	**Type Writer**	**Tools & Implements**	**Plant and Machinery**	**Tangibles Total (A)**
Cost/Deemed Cost										
At 1 April 2020	**215,728**	**155,359**	**7,895**	**331,781**	**18**	**166,318**	**191**	**4,333**	**23,135,356**	**24,016,979**
Additions	-	-	-	-	-	-	-	-	336,010	336,010
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	**215,728**	**155,359**	**7,895**	**331,781**	**18**	**166,318**	**191**	**4,333**	**23,471,366**	**24,352,989**
Accumulated depreciation and impairment										

At 1 April 2020	**-**	**59,769**	**6,001**	**221,400**	**-**	**62,864**	**-**	**1,224**	**6,250,534**	**6,601,792**
Depreciation expenses	-	14,942	-	45,849	-	15,716	-	306	1,589,539	1,666,352
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	**-**	**74,711**	**6,001**	**267,249**	**-**	**78,580**	**-**	**1,530**	**7,840,073**	**8,268,144**
Carrying Value										
At 31 March 2021	**215,728**	**80,648**	**1,894**	**64,532**	**18**	**87,738**	**191**	**2,803**	**15,631,293**	**16,084,845**
At 31 March 2020	215,728	95,590	1,894	110,381	18	103,454	191	3,109	16,884,822	17,415,187
Useful Life of the assets (years)	NA	30	60	10	10	15	10	15	15	
Method of depreciation	NA	SLM	SLM	SLM	SLM	SLM	SLM	SLM	SLM	

Notes on Financial Statement for the year ended 31st March, 2020
Niraj Ispat Industries Limite1

1. Property, Plant and equipment

Particulars	Computer	Lab Equipment	Air Compressor	Weighning Scale	Air Dryer	Tube well & Pump	Grinder	Packing Machine	Moulds & Dies	Tangibles Total (B)
Cost/Deemed Cost										
At 1 April 2020	**32,492**	**1,192**	**51,672**	**18,464**	**1,457**	**14,288**	**2,236**	**8,657**	**4,688**	**135,146**
Additions	-	-	-	-	-	-	-	16,500	-	16,500
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	**32,492**	**1,192**	**51,672**	**18,464**	**1,457**	**14,288**	**2,236**	**25,157**	**4,688**	**151,646**
Accumulated depreciation and										

impairment

At 1 April 2020	**15,199**	**-**	**19,472**	**2,922**	**-**	**5,328**	**573**	**3,394**	**-**	**46,888**
Depreciation expenses	-	-	4,868	1,269	-	1,332	144	2,056	-	9,669
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	**15,199**	**-**	**24,340**	**4,191**	**-**	**6,660**	**717**	**5,450**	**-**	**56,557**

Carrying Value

At 31 March 2021	**17,293**	**1,192**	**27,332**	**14,273**	**1,457**	**7,628**	**1,519**	**19,707**	**4,688**	**95,089**
At 31 March 2020	17,293	1,192	32,200	15,542	1,457	8,960	1,663	5,263	4,688	88,258
Useful Life of the assets (years)	3	10	15	15	15	15	15	15	15	
Method of depreci	SLM	SLM	SLM	SLM	SLM	SLM	SLM	SLM	SLM	

ation

Notes on Financial Statement for the year ended 31st March, 2020

Niraj Ispat Industries Limite1

1. Property, Plant and equipment

Particulars	Air Cooler	Vehicle	Energy Control Equipment	Pollution Control Equipment	Fire Equipment	Fixture & Assessories	Office Equipment	Air Conditioner	Tangibles Total (C)	Grand Total (A + B + C)
Cost/Deemed Cost										
At 1 April 2020	**1,479**	**10,647**	**13,946**	**14,079**	**348,400**	**7,865,356**	**37,575**	**212,034**	**8,503,516**	**32,655,641**
Additions	-	-	-	-	-	-	-	.	-	352,510
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	**1,479**	**10,647**	**13,946**	**14,079**	**348,400**	**7,865,356**	**37,575**	**212,034**	**8,503,516**	**33,008,151**
Accumulated depreciation										

and impairment										
At 1 April 2020	**604**	**-**	**7,213**	**-**	**29,187**	**5,437,888**	**9,378**	**13,431**	**5,497,701**	**12,146,381**
Depreciation expenses	-	-	-	-	21,330	1,143,525	3,446	13,358	1,181,659	2,857,680
Deductions	-	-	-	-	-	-	-	-	-	-
Other adjustments	-	-	-	-	-	-	-	-	-	-
At 31 March 2021	**604**	**-**	**7,213**	**-**	**50,517**	**6,581,413**	**12,824**	**26,789**	**6,679,360**	**15,004,061**
Carrying Value										
At 31 March 2021	**875**	**10,647**	**6,733**	**14,079**	**297,883**	**1,283,943**	**24,751**	**185,245**	**1,824,156**	**18,004,090**
At 31 March 2020	875	10,647	6,733	14,079	319,213	2,427,468	28,197	198,603	3,005,815	20,509,260
Useful Life of the assets	15	8	10	15	15	10	10	15		

(years)								
Method of depreciation	SLM	SLM	SLM	SLM	SLM	SLM	SLM	SLM

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

	Particulars	As at 31.03.2021	As at 31.03.2020
2.	**NON CURRENT INVESTMENT**		
	(a) Quoted Shares		
	Aggrigate Value of Investment	15,439	15,439
	Less: Prov. for fair value	14,608	14,718
	Total (a)	**831**	**721**
	(b) Quoted Debenture & Bonds		
	Aggrigate Value of Investment	11,066	11,066
	Less: Prov. for fair value	11,066	11,066
	Total (b)	**-**	**-**
	(c) Unquoted Shares		
	Aggrigate Value of Investment	199,600	199,600
	Less: Prov. for fair value	(2,118,627)	(2,086,983)
	Total (c)	**2,318,227**	**2,286,583**
	Aggregate amount of quoted Investment (at Cost)	26,505	26,505
	Aggregate amount of Unquoted Investment (at Cost)	199,600	199,600
		226,105	**226,105**
	Aggregate amount of quoted Investment (at Fair Value)	831	721
	Aggregate amount of Unquoted Investment (at Fair Value)	2,318,227	2,286,583
		2,319,058	**2,287,304**
3.	**OTHER NON CURRENT ASSETS**		
	(Unsecured, Considered good unless stated otherwise)		
	Security Deposits	804,918	804,918
	TOTAL:	**804,918**	**804,918**
4.	**INVENTORIES**		
	(As taken, valued and certified by the management)		
	(At lower of cost and net realizable value unless stated otherwise)		
	Raw Materials	457,300	1,163,876
	Finished & Semi-finished Goods	1,597,933	1,215,091
	Stores, Spares & Packing Materials	367,960	9,306
	TOTAL:	**2,423,193**	**2,388,273**

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

Particulars	As at 31.03.2021	As at 31.03.2020
5. TRADE RECEIVABLES		
Unsecured and Considered good	6,764,874	6,108,274
	6,764,874	6,108,274

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

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

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

6. CASH AND CASH EQUIVALENT		
Cash In hand	10,443	10,405
Balances with banks		
In current and deposit accounts	1,531,826	1,010,181
TOTAL:	**1,542,269**	**1,020,586**
7. OTHER CURRENT ASSETS		
(Unsecured, considered good unless stated otherwise)		
Advances recoverable in cash or in kind or for value to be received	108,144,732	105,541,557
Other Loans and advances:		
Prepaid Expenses	181,987	95,735
Balances with statutory / government authorities	1,557,189	2,242,625
TOTAL:	**109,883,908**	**107,879,917**

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

Particulars	As at 31.03.2021	As at 31.03.2020
8. SHARE CAPITAL		
Authorised Capital		
6,00,000 Equity Shares of Rs.10/-each (Previous year 6,00,000 Equity Shares of Rs.10/-each)	6,000,000	6,000,000
Issued, Subscribed capital		
6,00,000 Equity Shares of Rs.10/-each (Previous year 6,00,000 Equity Shares of Rs.10/-each)	6,000,000	6,000,000
Paid -up Capital		
6,00,000 Equity Shares of Rs.10/-each (Previous year 6,00,000 Equity Shares of Rs.10/-each)	6,000,000	6,000,000
TOTAL:	**6,000,000**	**6,000,000**

The Company has a single class of equity shares. Each shareholder is eligible for one vote per share held. The dividend, if proposed by the Board of Directors is subject to the approval of the shareholders in ensuing general meeting.

Details of shareholding more than 5%	As on 31.03.2021		As on 31.03.2020	
Name of the share holder	No. of shares	% Held	No. of shares	% Held
Smt. Madhu Chaudhary	149,600	24.93%	113,900	18.98%
Sh. Neeraj Chaudhary (HUF)	54,300	9.05%	54,300	9.05%
M/s Pickup Suppliers (P) Ltd.	53,900	8.98%	53,900	8.98%
Haryant Stainless Steel LLP	47,900	7.98%	47,900	7.98%
Sh. Neeraj Chaudhary	61,600	10.27%	61,600	10.27%
Sh. Haryant Kumar Chaudhary	-	-	35,700	0.00%
Smt. Vaishali Chaudhry	30,400	5.07%	30,400	5.07%

9. OTHER EQUITY		
General Reserve	13,883,469	13,083,469
Retained Earnings	77,506,722	74,838,233
TOTAL:	**91,390,191**	**87,921,702**

(i) **General reserve**

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

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

(ii) **Retained Earnings**

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

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

Particulars	As at 31.03.2021	As at 31.03.2020
10. LONG-TERM BORROWINGS		
Unsecured Loans		
From Related Parties	9,483,583	10,516,539
From Body-Corporate & Others	21,250,812	24,221,030
Net Amount	**30,734,395**	**34,737,569**
11. DEFERRED TAX LIABILITY		
Deferred Tax Liability (Net)	1,788,763	2,081,660
TOTAL:	**1,788,763**	**2,081,660**

Deferred tax balance in relation to	As at 31st March 2020	Recognised / reversed through P & L	As at 31st March 2021
Property, plant and equipment	2,081,660	(292,897)	1,788,763
Total	**2,081,660**	**(292,897)**	**1,788,763**

Deferred tax balance in relation to	As at 31st March 2019	Recognised / reversed through P & L	As at 31st March 2020
Property, plant and equipment	2,334,367	(252,707)	2,081,660
Total	**2,334,367**	**(252,707)**	**2,081,660**

12. SHORT TERM BORROWINGS			
Secured working capital Loans:			
Bank of India	-	-	-
Net Amount	**-**	**-**	**-**

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

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

Particulars	As at 31.03.2021	As at 31.03.2020
13. TRADE PAYABLE		
Dues of micro and small enterprises	539,230	-
Sundry Creditors	8,300,477	6,857,554
TOTAL:	**8,839,707**	**6,857,554**

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

(i) Principal amount remaining unpaid to supplier at the end of the year	534,770	-
(ii) Interest due / accrued thereon remaining unpaid to supplier at the end of the year	4,460	-
(iii) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	-	-
14. SHORT TERM PROVISIONS		
Provision for Income tax	1,377,500	2,152,000
	1,377,500	**2,152,000**
15. OTHER CURRENT LIABILITIES		
Advance from Customers	443,902	279,991
Liabilities for Expenses	797,369	730,580
Liabilities for Taxes	370,483	237,476
TOTAL:	**1,611,754**	**1,248,047**

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

Particulars	As at 31.03.2021	As at 31.03.2020
16. REVENUE FROM OPERATIONS		
Sale of Product	35,646,583	49,970,278
TOTAL:	**35,646,583**	**49,970,278**

Impact of Covid-19 (Global Pandemic)

In view of global nature of the pandemic Covid-19 and the uncertainty around its severity and duration of the impact, it is difficult to determine a potential impact on financial performance of the Company in near future.

The Company will continue to monitor developments to identify significant uncertainties relating to revenue in future periods.

17. OTHER INCOME		
Interest	4,823,048	5,951,749
Misc Income	31,754	-
	4,854,802	**5,951,749**
18. COST OF RAW MATERIAL CONSUMED		
Inventory at the beginning of the year	1,163,876	402,189
Add: Purchases	19,893,533	27,595,581
	21,057,409	27,997,770
Less: Inventory at the end of the year	457,300	1,163,876
Cost of raw material consumed	**20,600,109**	**26,833,895**

18.1 VALUE OF IMPORTED/INDEGENOUS RAW MATERIAL CONSUMED

DESCRIPTION	Year ended on 31.03.2021	Year ended on 31.03.2020
Imported	-	-
Imported (% of consumption)	0.00%	0.00%
Indigenous	20,600,109	26,833,895
Indigenous (% of consumption)	100.00%	100.00%
TOTAL:	**20,600,109**	**26,833,895**

19. CHANGES IN INVENTORIES OF FINISHED & SEMI FINISHED GOODS		
Inventories at the beginning of the year	1,215,091	162,140
Inventories at the end of the year	1,597,933	1,215,091
TOTAL:	**(382,842)**	**(1,052,951)**
20. EMPLOYEE BENEFIT EXPENSES		
Salaries, Wages & Bonus	3,761,362	5,022,837
Staff Welfare Expenses	1,742	2,524
TOTAL:	**3,763,104**	**5,025,361**

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

Particulars	As at 31.03.2021	As at 31.03.2020
21. FINANCE COST		
Interest on borrowings	478,506	1,308,462
Bank Commission & Charges	44,917	87,802
TOTAL:	**523,424**	**1,396,264**
22. OTHER EXPENSES		
Consumption of Stores & Spares	2,578,909	3,481,215
Electricity Expenses	3,464,100	4,878,909
Security Charges	202,163	216,000
Repairs & Maintenance :		
Plant & Machinery	817,693	2,533,835
Freight & Forwarding	140,205	162,773
Packing Charges	232,747	307,377
Telephone Expenses	28,644	31,369
Printing & Stationery	13,443	18,839
Postage & Telegram	13,384	18,738
Travelling and Conveyance	3,660	268,167
Legal & Professional Expenses	150,448	144,000
Payment to Auditors as :		
Audit Fees	17,000	17,000
for Taxation Matter	8,000	8,000
Insurance	388,429	381,030
Rates, Taxes & Fees	415,597	408,708
Loss on sale of fixed Assets	-	12,672
Advertisement	78,000	60,000
Miscellaneous Expenses	30,975	16,233
TOTAL:	**8,583,397**	**12,964,864**

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

23. TAX EXPENSES

(a) Income tax expense / (benefits)		
Current tax :		
Current tax	1,377,500	2,152,000
Tax refund / reversal pertaining to earlier years	3,420	588,140
Deferred tax :		
Deferred tax	(292,897)	(252,707)
Total Tax expense / (benefit)	**1,088,023**	**2,487,433**

(b) Reconciliation of effective tax rate :

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

DESCRIPTION	CURRENT YEAR	PREVIOUS YEAR
Net income before taxes	4,556,512	7,715,174
Enacted tax rate in India	25.17%	25.17%
Computed tax expense	1,146,783	1,941,755
Increase/(reduction) in taxes on account of:		
Income exempt from taxation /Items not deductible	(62,180)	(42,463)
Effect of tax pertaining to prior years	3,420	588,140
Tax expense for the year	1,088,023	2,487,433
Effective income tax rate	**23.88**	**32.24**

Statutory Income Taxes are assessed as per the provisions of section 115BAA of the Income Tax Act, 1961.

24. EARNINGS PER SHARE

Net profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	3,468,489	5,227,741
Weighted average No. of Equity Shares	600,000	600,000
Basic and Diluted Earning per share (Rs.)	**5.78**	**8.71**
Face value per equity share (Rs.)	10.00	10.00

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

25. FINANCIAL INSTRUMENTS

25.1 Capital Risk Management

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

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

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

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

DESCRIPTION	As at 31.03.2021	As at 31.03.2020
Long term borrowings	30,734,395	34,737,569
Current maturities of long term debt	-	-
Short term borrowings	-	-
Less: Cash and cash equivalent	(1,542,269)	(1,020,586)
Net debt	**29,192,126**	**33,716,983**
Total equity	**97,390,191**	**93,921,702**
Gearing ratio	0.30	0.36

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

25.2 Categories of financial instruments

DESCRIPTION	As at 31.03.2021	As at 31.03.2020
Financial assets		
Measured at amortised cost		
Non-current investment	2,319,058	2,287,304
Trade receivables	6,764,874	6,108,274
Cash and cash equivalents	1,542,269	1,020,586
Total financial assets at amortised cost (A)	**10,626,200**	**9,416,164**
Financial liabilities		
Measured at amortised cost		
Long term Borrowings #	30,734,395	34,737,569
Short term Borrowings	-	-
Trade payables	8,839,707	6,857,554
Total financial liabilities carried at amortised cost (B)	**39,574,102**	**41,595,123**

including current maturities of long term debt.

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

26. Financial risk management

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

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

26.1 Market risk

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

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

26.1.1 Commodity price risk

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

The Company primarily procured its raw materials i. e. Resin, Styrene, Pigment & Chemicals etc. in the open market from third parties during the financial year ended 31.03.2021 and is therefore subject to fluctuations in prices.

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

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

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

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

DESCRIPTION	Increase/(Decrease)	
	31-Mar-21	31-Mar-20
Resin, Styrene, Pigment etc.	994,677 (994,677)	1,379,780 (1,379,780)

26.1.2 Interest rate risk

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

If interest rates had been 100 basis points higher / lower and all other variables were held constant, the Company's profit for the year ended 31 March 2021 would decrease / increase by Rs.4,785/- (for the year ended 31 March 2020: decrease / increase by Rs. 13,085/-). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings.

26.2 Credit risk Management

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

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

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

Ageing of Trade Receivable

DESCRIPTION	As at 31.03.2021	As at 31.03.2020
0-180 days	6,752,543	6,063,901
180-365 days	12,331	-
Above 365 days	-	44,373

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

26.3 Liquidity risk management

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

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

Liquidity exposure as at 31 March 2021

DESCRIPTION	< 1 Year	> 1 Year	Total
Financial assets			
Trade receivables	6,764,874	-	6,764,874
Cash and cash equivalents	1,542,269	-	1,542,269
Other financial assets			-
Total financial assets	**8,307,143**	**-**	**8,307,143**
Financial liabilities			
Long term borrowings	-	30,734,395	30,734,395
Short term borrowings	-	-	-
Trade payables	8,839,707	-	8,839,707
Other financial liabilities			-
Total financial liabilities	**8,839,707**	**30,734,395**	**39,574,102**

Liquidity exposure as at 31 March 2020

DESCRIPTION	< 1 Year	> 1 Year	Total
Financial assets			
Trade receivables	6,108,274	-	6,108,274
Cash and cash equivalents	1,020,586	-	1,020,586
Other financial assets			-
Total financial assets	**7,128,860**	**-**	**7,128,860**
Financial liabilities			
Long term borrowings	-	34,737,569	34,737,569
Short term borrowings	-	-	-
Trade payables	6,857,554	-	6,857,554
Other financial liabilities			-
Total financial liabilities	**6,857,554**	**34,737,569**	**41,595,123**

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

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

29. VALUE OF IMPORTS ON CIF BASIS

	Current Year	Previous Year
Capital Goods	-	-
	-	-

(Rs. in Lakhs)

30. INCOME/ EXPENDITURE IN FOREIGN CURRENCY

	Current Year	Previous Year
EXPENDITURE	Nil	Nil
EARNINGS	Nil	Nil

31. SIGNIFICANT ACCOUNTING POLICIES

31.1 Statement of Compliance

Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Accounting Standards) Amendment Rules, 2016. The aforesaid financial statements have been approved by the Board of Directors in the meeting held on 29th June 2021.

31.2 Basis of Preparation of Financial Statements

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

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

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

31.3 Property, Plant & Equipment

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

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

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

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

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

31.4 Inventory

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

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

31.5 Revenue Recognition

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

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

31.6 Employee Benefit

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

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

31.7 Borrowing Cost

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

31.8 Foreign Currency Transaction

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

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

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

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

31.9 Financial Instruments

31.9.1 Financial Assets

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

31.9.1.2 Subsequent measurement

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

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

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

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

31.9.2 Financial Liabilities

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

31.9.2.2 Subsequent measurement
Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the 109short maturity of these instruments.

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

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

31.10 Taxation

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

31.10.1 Current Tax

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

31.10.2 Deffered Tax

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

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

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

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

31.11 Provision

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

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

31.12 Earning Per Share

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

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

NIRAJ ISPAT INDUSTRIES LIMITED

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2021

32. CRITICAL ESTIMATION AND JUDGEMENTS

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

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

The areas involving critical estimates or judgements are:

- Estimation of useful lives of property, plant and equipment – Note 1
Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the asset.

- Estimation of Provisions – Note 14

- Estimation of current tax expense and payable – Note 23
The Company's tax jurisdiction is India. Significant judgements are involved in determining the provision for income taxes, if any, including amount expected to be paid/recovered for uncertain tax positions. Further, significant judgement is exercised to ascertain amount of deferred tax asset (DTA) that could be recognised based on the probability that future taxable profits will be available against which DTA can be utilized and amount of temporary difference in which DTA can not be recognised on want of probable taxable profits

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

33. The previous period figures have been regrouped / reclassified / rearranged, wherever necessary to confirm to the current year presentation.

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

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

Place: Saharanpur
Dated: 29.06.2021

(V. K. AGARWAL)
FCA
M.No. 071279

(Vaishali Chaudhry)
Director
Din 01719640

(Chaitanya Chaudhry)
Director and CEO
Din 06813394

(Niraj Chaudhry)
CFO

(Seema Sharma)
Company Secretary

NIRAJ ISPAT INDUSTRIES LIMITED

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

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

Name of the Member(s) :

Registered Address :

E-mail ID :

Folio No/DPID No. :

Client ID No. :

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

1. Name.....,E- mail ID.....

Address .....

Signature....., or failing him/her

2.Name.....,E- mail ID.....

Address .....

Signature....., or failing him/her

3. Name.....,E- mail ID.....

Address .....

Signature.....,

NIRAJ ISPAT INDUSTRIES LIMITED

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting of the company, to be held on Thursday, the 30th September, 2021 at 11.30 AM at 5140-41/34, F/F Chaudhary Market Gali Peti Wali, Rui Mandi, Sadar Bazar Delhi 110006, and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS

1) Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended 31st March 2021 together with the Reports of the Board of Directors and the Auditors thereon.

2) Appointment of Ms. Vaishali Chaudhry (DIN 01719640) as a Director, liable to retire by rotation

SPECIAL BUSINESS

3) Adoption of New Set of Memorandum Of Association As Per Companies Act, 2013

4) Adoption of New Set of Articles Of Association As Per Companies Act,2013

5) Approval for Waiver of excess managerial remuneration paid to Mr. Haryant Kumar Chaudhry, (Din: 00021795) Director during the Financial Year 2019-20 & 2020-21.

6) Approval for Waiver of excess managerial remuneration paid to Mr. Chaitanya Chaudhry, (Din: 06813394) Director during the Financial Year 2019-20 & 2020-21.

7) Approval for Waiver of excess managerial remuneration paid to Ms. Vaishali Chaudhry, (Din: 01719640) Director during the Financial Year 2020-21.

8) Approval for Increase in remuneration of Mr. Chaitanya Chaudhry, Director and CEO (DIN: 06813394)

9) Approval for remuneration to the Ms. Vaishali Chaudhry (DIN: 01719640) Non-Executive Directors.

Affix
Revenue
Stamp

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

Signature of Shareholder Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

NIRAJ ISPAT INDUSTRIES LIMITED

Route Map:

NIRAJ ISPAT INDUSTRIES LIMITED

---------- Tear Here ----------

36TH Annual General Meeting

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

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

I hereby record my presence at the 36th Annual General Meeting of the company to be held on Thursday, 30thSeptember, 2021 at 11.30 A.M. at 5140-41/34, F/F Chaudhary Market Gali Peti Wali, Rui Mandi, Sadar Bazar Delhi 110006

.....
.....

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

Note:

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

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