

31/08/2022

To,
The National Stock Exchange of India Limited,
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai-400051

SUB.: Notice of the 15th Annual General Meeting and Annual Report of the Company for the financial year 2021-22

Dear Sir,

We would like to inform you that the 15th Annual General Meeting ("AGM") of the Company will be held on Thursday, 22nd September, 2022 at 12:30 Noon through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the financial year 2021-22 which is being sent through electronic mode to the Members.

Kindly take the above information on your record.

Thanking You,

Yours faithfully,

For, SAGARDEEP ALLOYS LIMITED

Satishkumar Asamal
Mehta
Digitally signed by
Satishkumar Asamal
Mehta
Date: 2022.08.31
13:45:05 +05'30'

Satishkumar Mehta
Managing Director
(DIN: 01958984)

SAGARDEEP ALLOYS LIMITED

ANNUAL REPORT 2020-21



ABOUT THE COMPANY

Sagardeep Alloys Ltd. is the umbrella brand of Sagardeep Metals, established in 1972 and promoted by Mr. Asmal Mehta. With over 35 years of experience in the Indian market, Sagardeep Alloys is a trusted and reputed manufacturer of copper alloys consumables, Copper pipes and tubes, Copper flats, Copper coils, Copper rods, Copper anodes, Copper nuggets and Copper plates and also trades in Stainless Steel sheets / coils, rods.

Our production unit (Yard) is well equipped with for high quality products. The manufacturing facility of the Company is able to produces various types of Copper and Copper Alloy products like sheet, pipe, tube, section, bus bar etc.

We are supplying also to few well know companies and that has enabled our company to exhibit the traits of good quality, precise adherence to global standards and maintaining of a thorough constant update on latest developments in the copper and copper alloy technology.

During the financial year 2021-22, the Company received the Consent to Commence (CTC) from GPCB to commence the production of Copper and Ferrous Sulphate products and started commercial production of both products. However, there is negligible revenue from the said production. The Company is not receiving good response from prospective customers for those products and hence the company is planning to discontinue the said production.

On getting trading opportunity, the Company also do trades in Stainless Steel Pipes, Seamless Pipes, Welded Pipes, Tubes, Sheets, Coils, Plates, Welding Electrodes and other similar products.

The Company is working to enlarge its market reach and expecting to increase its present capacity utilization in coming years and any increase in capacity utilization will improve the profitability of the Company.

CHAIRMAN'S MESSAGE

Dear Shareholders,

The year 2021-22 has given a ride of ups-downs in the world economy. With second wave of COVID pandemic in the first quarter of the year, the Indian economy was under fear of lockdown leading to more difficulties for running businesses. However, with wise planning by Indian government, the day to close down business operations did not come. However, commodity price volatility, soaring energy prices, lingering supply chain challenges and geopolitical conflicts have made the recovery increasingly fragile. As we continued to navigate through the pandemic with resilience, the war in Ukraine has triggered another crisis that has brought before us numerous other challenges in the form of strained geopolitical and trade relations. The ongoing geopolitical conflict, re-imposition of lockdown in China on account of fresh COVID-19 cases, global inflation and continuing supply shortages are expected to adversely impact global GDP growth in 2022. The World Bank expects global growth to decelerate from an estimated 5.5% to 3.2% Commodity and energy prices are expected to remain high in the wake of the conflict and sanctions, thereby resulting in an increase in global inflation. Although global growth expectations have moderated recently, the structural demand drivers for commodities like steel remain intact.

Our Company is engaged in manufacturing of Copper and Copper Alloy Products, which are mainly industrial in nature and improvement in industrial sentiments will also improve the performance of our Company.

During the financial year 2021-22, as informed your Company started commercial production of Copper Sulphate with a production capacity of 25MT/Month however this inclusion of new line of activity did not turn out to be profitable. Therefore, now it is considered and decided to discontinue the said operations. However, Your Company will continue to explore the available opportunity to improve its market position and also of its financial performance.

On behalf of the Board, I would like to thank all our stakeholders including shareholders, investors, bankers, creditors and employees for their continued support. I would like to express my sincere gratitude to all the members of our Board for their continued insights and invaluable guidance as we explore new opportunities and move ahead with confidence.

Warm regards,

SATISHKUMAR ASAMAL MEHTA
CHAIRMAN

CORPORATE INFORMATION

Board of Directors

Mr. Satishkumar Asamal Mehta
Chairman & Managing Director
(Din: 01958984)

Mr. Jayeshkumar Ashmal Mehta
Whole-Time Director
(Din: 02156140)

Mr. Hemendra Bhailal Patel
Independent Director
(Din: 01827562)

Mrs. Vinita Pankaj Maheshwari
Independent Director
(Din: 07187365)

Mr. Jitendrakumar Dhanjibhai Patel
Independent Director
(Din: 07369309) (upto 23rd May 2022)

Mr. Parimal Suryakant Patwa
Director
(Din: 00093852)

Mr. Manan Girishbhai Gajjar
Independent Director
(Din: 07369309) (w.e.f 30th June 2022)

Chief Financial Officer

Mr. Darshan P. Chouhan
(upto 09.02.2022)

Mr. Vismay Rakeshbhai Shah
(w.e.f.11.02.2022)

Company Secretary & Compliance Officer

Mr. Ankit Sanchiher
(upto 17 December, 2021)

Ms. Ami Doshi
(w.e.f. 01 April, 2022)

Registered Office

Plot no. 2070, Rajnagar Patia, Santej
Khatraj Road, Santej Kalol,
Gandhinagar - 382721
Phone: 079- 25626304, 25626335
E- Mail: secretary@sdalloys.com,
investors@sdalloys.com
Website: www.sdalloys.com

Statutory Auditors

M/s. Piyush J Shah & Co
504-B, Shikhar Complex, Nr. Vadilal
House,
Mithakali Six Roads, Navrangpura,
Ahmedabad-380009

Banker

Axis Bank Limited

Registrar & share Transfer Agent

Link Intime India Private Ltd
C-101, 247 Park, L.B.S. Marg, Vikhroli
(West), Mumbai – 400 083

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NOTICE

NOTICE is hereby given that the 15th (Fifteenth) Annual General Meeting of the Shareholders of Sagardeep Alloys Limited will be held on Thursday, 22nd September, 2022 at 12.30 p.m. through Video Conferencing / Other Audio-Visual Means to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt

- a) The audited Standalone Financial Statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon; and
- b) The audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2022 and the reports of the Auditors thereon.

2. To appoint a Director in place of **Mr. Parimal S Patwa (DIN:00093852)**, Director who retires by rotation and being eligible, offers himself for re appointment.

SPECIAL BUSINESS:

3. Appointment of Mr. Manan Girishbhai Gajjar (DIN-09659075) as an Independent Director of the Company:

To consider and if thought fit, to pass with or without modification(s), the

following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Manan Girishbhai Gajjar (DIN-09659075), who was appointed as Additional Director w.e.f. June 30, 2022 under the category of Independent director and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation for a period of 5 (five) years from 30th June 2022.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof), be and is hereby authorized to file necessary returns/forms

to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

Regd Office:

*Plot No. 2070 , RajnagarPatiya ,
SantejKhatrajRoad ,
SantejKalol,
Gandhinagar 382721*

Date:10/08/2022

Place: Santej

***By Order of the Board of Directors
For, Sagardeep Alloys Limited***

Sd/-

Satishkumar Mehta

***Chairman & Managing Director
(DIN: 01958984)***

NOTES

1. The Government of India, Ministry of Corporate Affairs has allowed conducting AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020 and Circular No. 02/2021 dated 13th January, 2021 and Circular No. 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May 2022 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated 13th May, 2022 issued by the Securities Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the AGM through VC/OVAM. In terms of the said circulars, the 15th AGM of the members will be held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 18 and available at the Company's website www.sdalloys.com.
2. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, the Notice of AGM along with Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the

Company/Depositories. Member may note that Notice and Annual Report 2021-22 has been uploaded on the website of the Company at www.sdalloys.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.

5. The helpline number regarding any query / assistance for participation in the AGM through VC/ OAVM is 1800225533.
6. Information regarding appointment/re-appointment of Director(s) and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto.
7. The Register of members and share transfer books of the Company will remain closed from Friday, 16th September, 2022 to Thursday, 22nd September, 2022 (both days inclusive) for the purpose of Annual General Meeting.
8. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
9. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R & T Agent of the Company. In case shares are held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
10. In terms of Section 72 of the Act, nomination facility is available to individual Members holding shares in the physical mode. The Members, who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.
11. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the

Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode.

12. The Members can join the AGM in the VC /OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
13. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

14. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS:

- i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the General Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021 and 5th May 2022, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), as the Authorised e-voting agency for facilitating voting through electronic means. The facility of

- casting votes by a Member using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL.
- ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Thursday, 15th September, 2022, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
 - iii. A person who has acquired the shares and has become a Member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Thursday, 15th September, 2022, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the procedure mentioned in this part.
 - iv. The remote e-voting will commence on Monday, 19th September, 2022 at 9.00 a.m. and will end on Wednesday, 21st September, 2022 at 5.00 p.m. During this period, the Members of the Company holding shares either in physical form or in Demat form as on the Cut-off date i.e. Thursday, 15th September, 2022 may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.
 - v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
 - vi. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cutoff date i.e. Thursday, 15th September 2022.
 - vii. The Company has appointed CS Devesh

Khandelwal, Practising
Company Secretary
(Membership No. FCS:
6897; CP No: 4202), to act
as the Scrutinizer for
conducting the remote e-
voting process as well as
the e-voting system on the
date of the AGM, in a fair
and transparent manner.

**15. PROCESS FOR THOSE
SHAREHOLDERS WHOSE EMAIL
ADDRESSES ARE NOT
REGISTERED WITH THE
DEPOSITORIES FOR OBTAINING
LOGIN CREDENTIALS FOR E-
VOTING FOR THE
RESOLUTIONS PROPOSED IN
THIS NOTICE:**

1. For Physical shareholders-
please provide necessary details
like Folio No., Name of
shareholder, scanned copy of the
share certificate (front and back),
PAN (self attested scanned copy of
PAN card), AADHAR (self attested
scanned copy of Aadhar Card) by
email to secretary@sdalloys.com.
2. For Demat shareholders -,
please provide Demat account
details (CDSL-16 digit beneficiary
ID or NSDL-16 digit DPID + CLID),
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
secretary@sdalloys.com.

**16. THE INTRUCTIONS OF
SHAREHOLDERS FOR REMOTEE-
VOTING ARE AS UNDER:**

- i. The voting period begins on
Monday, 19th September, 2022
at 9.00 a.m. and will end on
Wednesday, 21st September,
2022 at 5.00 p.m. During this
period shareholders' of the
Company, holding shares either
in physical form or in
dematerialized form, as on the
cut-off date Thursday,
15th September, 2022 may cast
their vote electronically. The e-
voting module shall be disabled
by CDSL for voting thereafter
- ii. Shareholders who have already
voted prior to the meeting date
would not be entitled to vote at
the meeting.
- iii. Pursuant to SEBI Circular No.
SEBI/HO/CFD/CMD/CIR/P/2020/
242 dated 09.12.2020, under
Regulation 44 of Securities and
Exchange Board of India (Listing
Obligations and Disclosure
Requirements) Regulations,
2015, listed entities are required
to provide remote e-voting
facility to its shareholders, in
respect of all shareholders'
resolutions. However, it has

been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/ NSDL e-Voting system in case of

individual shareholders holding shares in demat mode

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for

Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1. Users of who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi/Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/NSDL/KARVY/LINK INTIME as per information provided by Issuer/ Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 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 where the e-Voting is in progress during or before the AGM.

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Individual Shareholders (holding securities in demat mode) login through their Depository Participants	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33.
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

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

v. Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on Shareholders
- 3) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID Followed by 8 Digits Client ID,
 - c. Members holding shares in Physical form should enter Folio Number

registered with the Company

- 4) Next enter the Image Verification as displayed and Click on Login
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used
- 6) If you are a first time user follow the steps given below:

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

	the Dividend Bank details field as mentioned in instruction (iv).
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- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN of the Company.

- x. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details
- xii. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system
- xvi. Shareholders can also cast their vote using CDSL’s mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting through your mobile.
- xvii. **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details, user would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services(India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800 22 55 33.

16. The instructions for shareholders voting on the day of the AGM on e-voting system are as under: -

- a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- b. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.
- c. If any Votes are casted by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes casted by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.

d. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

17. INSTRUCTION FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER: -

1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
4. Members are encouraged to join the Meeting through Laptops for better experience.

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

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

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request in advance at least 7 days before AGM mentioning their name, demat account number/folio number, email id, mobile number at secretary@sdalloys.com

8. Shareholders who would like to express their views/have questions may send their questions in advance in advance at least 7 days before AGM mentioning their name demat account number/folio number, email id, mobile number at secretary@sdalloys.com. The same will be replied by the company suitably

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

Contact Details

Company: SAGARDEEP ALLOYS LIMITED

Regd. Office: PLOT NO. 2070,
RAJNAGAR PATIYA, SANTEJ KHATRAJ
ROAD, SANTEJ KALOL Gandhinagar GJ
382721 IN

CIN: L51100GJ1993PLC019067

E-mail: secreatry@sdallys.com

Registrar and Transfer Agent: Link
Intime India Private Limited

5th Floor, 506-508, Amarnath Business
Centre-1 (ABC-1), Besides Gala
Business Centre, Near St. Xavier's
College Corner, Off C G Road,
Navrangpura, Ahmedabad - 380009
Tel: +91-79-26465179

e-Voting Agency: Central Depository
Services (India) Limited

E-mail: helpdesk.evoting@cdslindia.com

Phone: 1800 22 55 33

Scrutinizer: CS Devesh Khandelwal
Practicing Company Secretary (FCS:
6897 and COP: 4202)

E-mail : info@csdevesh.com

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 4

On the basis of recommendation of Nomination & Remuneration Committee of the company and, subject to the approval of members of the company, the Board of Director in their meeting held on 30 June 2022 has approved appointment of Mr. Manan Gajjar as an additional Independent Director of the Company for a period of 5 year w.e.f. 30th June, 2022.

Section 149 of the Act prescribes that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act. Mr. Manan Gajjar is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director. The Company has received notice in writing from a Member under Section 160 of the Act proposing the candidature of Mr. Manan Gajjar for the office of Independent Director of the Company

The Company has also received declaration from Mr. Manan Gajjar that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act. In the opinion of the Board, Mr. Manan Gajjar fulfils the conditions for appointment as Independent Director as specified in the Act. A copy of draft letter of appointment of Mr. Manan Gajjar, setting out the terms and conditions of appointment is available for inspection by the Members at the registered office of the Company. A brief profile of Mr. Manan Gajjar and other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are annexed to this statement

In the view of the above position, approval of member is sought, through Ordinary resolution, to formally appoint Mr. Manan Gajjar as an Independent Director of the Company for 5 years effective from 30th June, 2022.

Except Mr. Manan Gajjar, no other director, Key managerial personnel or their relatives are concerned or interested in the said resolution.

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015

(In pursuance of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of Director	MANAN GAJJAR	PARIMAL PATWA
DIN	09659075	00093852
Date of Birth	23/01/1979	24/12/1959
Date of Appointment	30/06/2022	22/05/2020
Relationship Between Directors <i>inter se</i>	NA	NA
Expertise in Specific functional area	Business Administration	Finance
Qualification	B.Com	HSC
Other Board Membership*	0	2
Committee Membership in other public companies	NIL	5
Number of Shares held in the Company	0	Nil

**Pvt. Companies excluded*

Regd Office:

Plot No. 2070 , RajnagarPatiya ,
SantejKhatrajRoad ,
SantejKalol,
Gandhinagar 382721

Date:10/08/2022

Place:Santej

**By Order of the Board of Directors
For, Sagardeep Alloys Limited**

Sd/-

Satishkumar Mehta

**Chairman & Managing Director
(DIN: 01958984)**

DIRECTOR'S REPORT

Dear Members,

Your Directors take pleasure in presenting the 15th Annual Report along with Audited Financial Statements of your Company for the financial year ended 31st March, 2022.

1. Financial Results

During the year under review, your Company has achieved a total net sale of Rs.9067.84 lakhs and Net Profit after Tax (NP) of Rs. 46.23lakhs. There is decrease in profit after tax during the current year in comparison to that of previous year. Your directors are optimistic about the performance of the Company in the coming years. The financial highlights for the year 2021-22 are as under:

Standalone (in lakhs)

Particulars for the year ended	March 31, 2022	March 31, 2021
Net revenue from Operations (Sales)	9067.84	6548.37
Profit Before Depreciation and Tax	153.14	58.3
Less: Depreciation	77.06	50.81
Profit Before Tax	76.08	7.49
Less: Tax Expense	28.90	(7.19)
Profit After Tax	47.18	14.68
EPS (Basic)	0.28	0.09

EPS (Diluted)	0.28	0.09
---------------	------	------

Consolidated (in Lakhs)

Particulars for the year ended	March 31, 2022	March 31, 2021
Net revenue from Operations (Sales)	9067.84	6548.37
Profit Before Depreciation and Tax	160.35	60.82
Less: Depreciation	78.98	52.33
Profit Before Tax	81.38	8.49
Less: Tax Expense	35.13	-5.92
Profit After Tax	46.23	14.41
EPS (Basic)	0.27	0.08
EPS (Diluted)	0.27	0.08

2. Dividend

Your Director feel that it is prudent to plough back the profits of the Company for future growth of the Company and therefore do not recommend any dividend for the year ended March 31st, 2022.

3. Industrial Business Overview And Impact of Covid-19

The Indian steel and copper industry witnessed some volatility as at the start of FY 2021-22 as the domestic economic growth was temporarily dented in by the second wave of COVID-19. However,

in the second quarter, with easing of COVID-19 restrictions and steady vaccination ramp-up, there was a strong bounce-back in economic activity. Hence, domestic production was 31% higher in H1 FY 2021-22 compared to the same period in FY 2020-21.

Starting January 2022, even as the infections surged

Owing to new COVID-19 variant, economic activity was stable. Hence, the domestic steel and copper industry recorded consistent demand trend with copper prices remaining stable.

Despite the overall volatility arising out of new variants of COVID-19, inflationary pressures and geopolitical tensions, the Company improved its average capacity utilisation and recorded growth in production, sale volumes and sales realisation. The Company's commendable performance was backed by an astute focus on ensuring cost efficiency, robust capacity expansion and quality, grounded on the strong footing of sustainable business practices and a focus on nurturing growth for all stakeholders.

4. Transfer of Unclaimed Dividend to Investor Education and Protection Fund

Since there was no unpaid/unclaimed dividend, the provision of Section 125 of the Companies Act, 2013 do not apply.

5. Change in the nature of business, if any-

There is no change in the nature of business carried out by the Company in the Year 2021-2022.

6. Reserves

The Board of Directors has decided to retain the entire amount of profit in the profit and loss account. Accordingly, the Company has not transferred any amount to the 'Reserves' for the year ended March 31, 2022.

7. Subsidiary, Joint Ventures and Associate Companies

The Company has one wholly owned Indian Subsidiary company i.e. Sagardeep Engineers Private Limited. A statement containing the salient features of financial statement of our subsidiary in the prescribed format AOC-1 is appended to the financial statements of the Company.

8. Consolidated Financial Statement

The Financial Statement of the Company for the Financial year 2021-22 are prepared in compliance with the applicable provisions of the Act, Accounting Standards and as prescribed by Securities and Exchange Board of India (SEBI) under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Consolidated Financial Statement has been prepared on the basis of the audited financial statement of the Company as approved by their respective Board of Directors. Pursuant to the provisions of Section 136 of the Act, the Financial Statements of the Company, the Consolidated Financial Statements along with all relevant documents and Auditors report thereon form part of this Annual Report.

9. Public Deposit

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the period under review. Hence, the requirement for furnishing the details of deposits which are not in compliance with Chapter V of the Act is not applicable.

10. Particulars of loan, Guarantees or Investment made under Section 186

During the year, the Company has not given any guarantee or provided security in connection with the loan to any other body corporate or person or made any investments falling under the purview of provisions of section 186 of the Companies Act, 2013.

11. Extract of the annual return

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Act read with Rule 11 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company www.sdalloys.com

12. Directors & Key Management Personnel

I. Composition of Board & Board Meetings

The Board of Directors of the Company has an optimum combination of Executive, Non-Executive and Independent Directors. As on the date

of this report, the Board comprises of 6(Six) Directors, out of which 2 are Executive Directors, 1 is Non-executive Director and 3 are Non-Executive Independent Directors that includes one Woman Director. The Chairman of the Board is an executive Director.

The Board of Directors duly met 6 (Six) times on 15/06/2021, 13/07/2021, 14/08/2021, 12/11/2021, 09/02/2022 and 24/03/2022 during the year. The Composition, category and attendance of each Director at the Board and Annual General Meeting of each Director in various companies is as follows: -

Name of Director, Designation and Category	No of Board Meetings held during the year	No of Board Meetings attended during the year	Attendance at the AGM
Mr. Satishkumar A Mehta Chairman & Managing Director Promoter	6	6	Yes
Mr. Jayeshkumar A Mehta Whole Time Director Promoter	6	6	Yes
Mr. Hemendra B Patel	6	6	Yes

Non-Executive Director Independent			
Mrs. Vinita P Maheshwari Non-Executive Director Independent	6	6	Yes
Mr. Jitendra D Patel^ Non-Executive Director Independent	6	6	No
Mr. Parimal Patwa Non-Executive Director Non-Independent	6	6	Yes
Mr. Manan Gajjar# Non-Executive Director Independent	0	0	Yes

^ceased to be director from 22/05/2022

#appointed as an additional Independent director w.e.f 30.06.2022.

II. INDUCTIONS

The following appointments were made

To fill the vacancy caused by resignation of Ms. Priya A Raval, the Nomination and Remuneration Committee has recommended name of Mr. Ankit Sanchiher. He has taken the charge as Company Secretary and Compliance Officer w.e.f July 01, 2021. However, he resigned from the post of company secretary w.e.f 17th December, 2021 and Ms. Ami Doshi was appointed as Company Secretary and

Compliance Officer w.e.f April 01, 2022.

During the year, Mr. Darshan Chauhan was appointed as Chief financial Officer of the company to fill the casual vacancy caused due to resignation of Mr. Krishnakant Somani. Further, Mr. Darshan Chauhan resigned from the post of Chief financial Officer of the company and Mr. Vismay Shah was appointed as Chief Financial Officer of the company w.e.f 11th February, 2022.

Mr. Manan Gajjar has been appointed as an additional director under independent category and the resolution for his regularization has been proposed in the notice of upcoming AGM scheduled to be held on 22nd September, 2022.

III. REAPPOINTMENT:

During the year under review, the shareholders of the Company in the 14th Annual General Meeting of the Company held on September 17, 2021 re-appointed Mr. Satishkumar A. Mehta as Managing Director for a period of Three (3) years w.e.f. December 30, 2021, and Mr. Jayesh kumar A. Mehta as Whole Time Director for a period of Three (3) years w.e.f. December 30, 2021, by way of Special Resolution pursuant to the provisions of Companies Act, 2013 ("the Act").

IV. CESSATIONS:

During the year, the following directors/ key managerial personnel resigned from their office:

- Ms. Priya Raval resigned as a company secretary and compliance officer of the company effective from 26th June, 2021.
- Mr. Krishnakant Somani resigned as Chief Financial officer of the company effective from 03rd August, 2021.
- Mr. Ankit Sachher resigned as a company secretary and compliance officer of the company effective from 17th December, 2021.
- Mr. Darshan Chauhan resigned as Chief Financial officer of the company effective from 09th February, 2022.

V. Retirement by Rotation

In accordance with the provisions of the Companies Act 2013 and Companies Articles of Association, Mr. Parimal Patwa (DIN: 00093852) retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board recommends his re-appointment. Necessary resolution for his re-appointment is placed before the shareholder for approval.

VI. Familiarisation Programme of Independent Directors

The Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying them in their appointment letter along with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The Company endeavors, through presentations at regular intervals, to familiarize the Independent Directors with the strategy, operations and functioning of the Company and also with changes in the regulatory environment having a significant impact on the operations of the Company and the industry as a whole. The Independent Directors also meet with senior management team of the Company in informal gatherings.

• Cessation after Financial year

Tenure of Mr. Jitendrakumar Dhanjibhai Patel, as an Independent Director of the Company was completed on 22nd February, 2022. The Board in their meeting held on 09th February, 2022 decided and re-appointed him as Independent Director for second consecutive term of 5 years effective from 22nd February, 2022, subject to shareholders' approval. In terms of Regulation 17(1)(c) of SEBI LODR Regulations, 2015 the Company should obtain the shareholders' approval for re-appointment of Independent Director in the next general meeting or within 3 months from the date of appointment, whichever is earlier.

and therefore the re-appointment of Mr. Jitendrakumar Dhanjibhai Patel as Independent Director should have been confirmed by the shareholders of the Company on or before 22nd May, 2022 and as the Company failed to call the shareholders meeting for such re-appointment within the stipulated time period as provided under Regulation 17(1)(c) of SEBI LODR Regulations, 2015, the re-appointment of Mr. Jitendra kumar Dhanjibhai Patel as Independent Director ceases w.e.f. 22nd May, 2022 and his cessation has been considered as retirement from the board.

VII. Profile of Directors seeking appointment / reappointment

As required under regulation 36(3) of SEBI (LODR), 2015, particulars of the Directors retiring and seeking reappointment at the ensuing Annual General Meeting is annexed to the notice convening 15th Annual General Meeting.

VIII. Key Managerial Personnel

As on the date of this report, the following persons are the Key Managerial Personnel(s) of the Company:

- a) Mr. Satishkumar A. Mehta, Chairman & Managing Director
- b) Mr. Jayeshkumar A. Mehta, Whole Time Director

- c) Mr. Vismay Shah, Chief Financial Officer
- d) Ms. Ami Doshi, Company Secretary

IX. Declaration from Independent Director

All the Independent Directors of the Company have given their declarations stating that they meet the criteria of independence as prescribed under the Section 149(6) of the Companies Act, 2013 read with the rules made there under and in the opinion of the Board, the Independent Directors meet the said criteria.

During the year under review the Independent Directors duly met pursuant to the provisions as specified in Schedule IV of the Companies Act, 2013 and the quorum was present throughout the meeting.

13. Audit Committee

The Audit Committee is duly constituted in accordance with SEBI (LODR) Regulations 2015 and Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 as amended from time to time. It adheres to the terms of reference which is prepared in compliance with Section 177 of the Companies Act, 2013, and SEBI (LODR) Regulations 2015. Due to expiry of tenure of Mr. Jitendrakumar Dhanjibhai Patel, Committee has been

re-constituted on 24th May, 2022 as Mr. Hemendrabhai Bhailal Patel, Chairperson, Mrs. Vinita Pankaj Maheshwari, Member and Mr. Satish Mehta, Member. Further the present committee has been reconstituted on 30/06/2022. The Members of the Committee are: -

Name Category & Position	Number of meetings held	Number of meetings attended
Mr. Jitendrakumar Patel# Non Executive Independent Director	6	6
Chairman		
Mrs. Vinita Maheshwari Non Executive Independent Director	6	6
Member		
Mr. Satishkumar A Mehta Executive Director	6	6
Member		
Mr. Manan Gajjar^ Non Executive Independent Director	6	0
Chairman		

ceased to be chairman of the committee w.e.f 22/05/2022

^inducted as chairman of the committee w.e.f. 30/06/2022

Two third of the members are Independent Directors and all the members are financially literate. The composition, role, functions and powers of the Audit Committee are in line with the requirements of applicable laws and regulations. The Audit Committee shall oversee financial reporting process and disclosures, review financial statements, internal audit reports, related party transactions, financial and risk management policies, auditors qualifications, compliance with Accounting Standards etc. and oversee compliance with Stock Exchanges and legal requirements concerning financial statements and fixation of audit fee as well as payment for other services etc.

Six Audit Committee meetings were held during the year 2021-22 at the Registered Office of the Company on 15/06/2021, 13/07/2021, 03/08/2021, 14/08/2021, 12/11/2021, and 09/02/2022.

14. Nomination and Remuneration Committee

The Nomination and Remuneration Committee is constituted in accordance with SEBI (LODR) Regulations 2015 and Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 as amended from time to time. The Company Secretary acts as the Secretary to the committee. Due to expiry of tenure of Mr. Jitendrakumar Dhanjibhai Patel, Committee has been reconstituted on 24th May, 2022 as Mr.

Hemendrabhai Bhailal Patel, Chairperson, Mrs. Vinita Pankaj Maheshwari, Member and Mr. Parimal Suyakant Patwa, Member. Further the present committee has been reconstituted on 30th June 2022 and the Committee Members are:

Name & Position	Category	Number of meetings held	Number of meetings attended
Mr. Jitendrakumar Patel#	Non Executive Independent Director	4	4
Chairman			
Mrs. Vinita Maheshwari	Non Executive Independent Director	4	4
Member			
Mr. Hemendra B Patel	Non Executive Independent Director	4	4
Member			
Mr. Manan Gajjar^	Non Executive Independent Director	4	0
Chairman			

ceased to be chairman of the committee w.e.f 22/05/2022

^inducted as chairman of the committee w.e.f. 30/06/2022

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration of Directors, Key Managerial Personnel and other employees. The said policy is available on the website of the Company (www.sdalloys.com).

Four meetings was held during the year 2021-22 on 05/04/2021, 13/07/2021, 03/08/2021 and 09/02/2022.

15. Stakeholders Relationship Committee

The Stakeholders Relationship Committee is constituted in compliance with the requirements of Section 178 of the Companies Act, 2013. Company Secretary is the Compliance Officer, who acts as the Secretary to the Committee and the Members of the Committee are:

Name & Position	Category	Number of meetings held	Number of meetings attended
Mrs. Vinita P Maheshwari	Non Executive Independent Director	2	2
Chairman			

Mr. Hemendrabhai Patel Non Executive Independent Director	2	2
Member		
Mr. Satishkumar A Mehta Managing Director	2	2
Member		

The Stakeholders Relationship Committee looks into shareholders' complaints related to transfer of shares, non-receipts of balance sheet besides complaints from SEBI, Stock Exchanges, Court and various Investor Forums. It oversees the performance of the Registrars and Transfer Agent, and recommends measures for overall improvement in the quality of investor services. The Company is in compliance with the SCORES, which has initiated by SEBI for processing the investor complaints in a centralized web-based redress system and online redressal of all the shareholders complaints.

Two meetings were held during the year 2021-22 at the Registered Office of the Company on 03/08/2021 and 09/02/2022.

16. Compliance Officer

As on date of this report, the Compliance officer of the Company is Ms. Ami Doshi, who is also designated as Company Secretary of the Company.

17. Statement On Formal Annual Evaluation Of Board

Nomination and Remuneration Committee annually evaluates the performance of individual Directors, Committees, and of the Board as a whole in accordance with the formal system adopted by it. Further, the Board also regularly in their meetings held for various purposes evaluates the performance of all the Directors, committees and the Board as a whole. The Board considers the recommendation made by Nomination and Remuneration Committee in regard to the evaluation of board members and also tries to discharge its duties more effectively. Each Board member's contribution, their participation was evaluated and the domain knowledge they bring. They also evaluated the manner in which the information flows between the Board and the Management and the manner in which the board papers and other documents are prepared and furnished.

18. 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

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company and the date of report.

19. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concerns status and Company's operations in future.

20. Auditors

1. Statutory Auditors

Your Company at it's at the 14th Annual General Meeting appointed **M/s. Piyush J Shah & Co.,** Chartered Accountants as Statutory Auditors of the Company for a period of 5 consecutive years i.e., from the Fourteenth Annual General Meeting till Nineteenth Annual General Meeting at a remuneration as may be fixed by the Board of Directors and Audit Committee in consultation with the Auditors thereof.

In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

There are no qualifications, reservations or adverse remarks made by M/s. Piyush J Shah & Co., Chartered Accountants, the Statutory Auditors of the Company, in their report.

The Statutory Auditors have not reported any instance of fraud committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

2. Secretarial Auditor

M/s. Khandelwal Devesh & Associates, Company Secretaries, Ahmedabad were appointed as Secretarial Auditor of the Company to conduct secretarial audit pursuant to the provisions of Section 204 of the Companies Act, 2013. The secretarial audit of the Company has been conducted on a concurrent basis in respect of the matters as set out in the said rules and Secretarial Audit Report given by M/s. Khandelwal Devesh & Associates, Company Secretaries, Secretarial Auditor of the Company forms part of this report and is marked as **Annexure-I.**

The said report contains no observation or qualification.

Annual Secretarial Compliance Report

During the period under review, the Company has complied with the applicable Secretarial Standards notified by the Institute of Company Secretaries of India. The Company has also undertaken an audit for the FY 2021- 22 pursuant to SEBI Circular No. CIR/CFD/CMO/I/27/2019 dated February 08, 2019 for all applicable compliances as per the Securities and Exchange Board of India Regulations

and Circular/ Guidelines issued thereunder. The Report (Annual Secretarial Compliance Report) has been submitted to the Stock Exchanges on May 25, 2022 which is within 60 days of the end of the financial year ended March 31, 2022. The said report is annexed as **Annexure-II.**

Secretarial Audit of Material Unlisted Indian Subsidiary

Further as per the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Khandelwal Devesh & Associates, Company Secretaries, had undertaken secretarial audit of the Company's material subsidiary i.e., Sagardeep Engineers Private Limited for the FY2021-22. The Audit Report confirms that the material subsidiary has complied with the provisions of the Act, Rules, Regulations and Guidelines and that there were no deviations or non-compliances.

The Board, at its meeting held on July 13, 2021, has re-appointed M/s. Khandelwal Devesh & Associates, Company Secretaries, as Secretarial Auditor, for conducting Secretarial Audit of the Company for FY 2021-22 and 2022-23.

3. Cost Auditor

The provision of the section 148 of the Companies' act, 2013 read with Rules 14 of the Companies (Audit & Auditors) rules, 2014 is not applicable to the company.

4. Internal Auditor

M/s Amit Uttamchandani & Associates, chartered accountant have been appointed as an Internal Auditor w.e.f. 13th July, 2021.

21. Personnel

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in the Report and marked as **Annexure-III.** No employee of the Company was in receipt of the remuneration exceeding the limits prescribed in the rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

22. Corporate Social Responsibility (CSR)

The provisions of Corporate Social Responsibility (CSR) are not applicable to the Company.

23. Conservation of energy, technology absorption and foreign exchange earnings and outgo

1. CONSERVATION OF ENERGY:

- i. the steps taken or impact on conservation of energy: **Nil**
- ii. the steps taken by the company for utilising alternate sources of energy: **None**
- iii. the capital investment on energy conservation equipment :**Nil**

2. TECHNOLOGY ABSORPTION:

- i. the efforts made towards technology absorption: None
- ii. the benefits derived like product improvement, cost reduction, product development or import substitution: None
- iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
 - a) the details of technology imported :**None**
 - b) the year of import :**N.A.**
 - c) whether the technology been fully absorbed : N.A.
 - d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof : N.A.
 - e) the expenditure incurred on Research and Development : Nil

3. Foreign exchange Earnings & Outgo

- Foreign Exchange Earning: NIL
- Foreign Exchange Outgo: NIL

24. Particulars of contracts or arrangements with related parties:

The Company has no material significant transactions with its related parties which may have potential conflict with the interest of the Company at large. The Company has entered into related party transactions and details of the same has been

provided in form AOC-2 annexed to this report as **Annexure- IV**

25. Management's Discussion and Analysis Report

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 (2) (e) of the Listing Regulations is given as **Annexure-"V"** to this report.

26. Statement regarding the development and implementation of Risk Management Policy

The risk management process is followed by the company to ensure timely identification, categorization and prioritization of operational, financial and strategic business risks. Teams are authorized for managing such risks and updating it to the senior management. The Board and Audit Committee review on regular basis the risk assessment in the company.

27. Prevention of Sexual Harassment at Workplace

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

All employees (permanent, contractual, temporary and trainees) are covered under this policy. The Company has also complied with the provisions related to constitution of Internal Complaints Committee (ICC) under the said Act to redress complaints received regarding sexual harassment. The Company

received no complaints pertaining to sexual harassment during FY 2021-22.

28. Vigil Mechanism:

The Company believes in the conduct of its affairs in a fair and transparent manner to foster professionalism, honesty, integrity and ethical behavior in its employees & stakeholders. The Company has adopted a Whistle Blower Policy as a part of vigil mechanism.

Also, the Code of Business Conduct (Code) lays down important corporate ethical practices that shape the Company's value system and business functions and represents cherished values of the Company.

29. Adequacy of Internal Financial Control

The Company has designed and implemented a process driven framework for Internal Financial Controls ('IFC') within the meaning of the explanation to Section 134(5)(e) of the Act. For the year ended March 31, 2022, the Board is of the opinion that the Company has sound IFC commensurate with the nature and size of its business operations and operating effectively and no material weaknesses exist. The Company has a process in place to continuously monitor the same and identify gaps, if any, and implement new and / or improved controls wherever the effect of such gaps would have a material effect on the Company's operations.

During the year, no reportable material weakness was observed.

30. Directors' Responsibility Statement

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

(a) In the preparation of the annual accounts for the financial year ended March 31, 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures.

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

(c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

(d) The directors have prepared the annual accounts on a going concern basis.

(e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

31. Listing

The equity shares of the Company are listed on NSE and the Company has paid the annual listing fees for the year 2022-23.

32. Corporate Governance.

Your Company has complied with the requirements of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 regarding corporate governance. A report on the Company's Corporate Governance practices and the Auditors' Certificate on compliance of mandatory requirements thereof are attached as **Annexure 'VI'**.

33. Other Disclosures / Reporting

The Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions pertaining to these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and

except ESOPs referred to in this Report.

4. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.

34. Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016)

During the year no application has been made or no proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016).

35. Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

There is no such onetime settlement during the period under review

36. Secretarial Standards:

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

37. Acknowledgement:

The Directors place on record their sincere thanks to the Bankers, business associates, consultants, customers, and employees for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully

the shareholders for their support and confidence reposed on your Company.

For and on behalf of board of directors

***Satishkumar A. Mehta
Chairman & Managing Director
(DIN: 01958984)***

Date: 10/08/2022

Place: Santej (Kalol)

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2022

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

To,
The Members,
SAGARDEEP ALLOYS LIMITED,

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SAGARDEEP ALLOYS LIMITED (CIN: L29253GJ2007PLC050007)** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2022** ('Audit Period') 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2022** according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under.
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- 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 thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing. **(Not Applicable to the company during the audit period)**

- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not Applicable to the company during the audit period);**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the company during the audit period);**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable to the company during the audit period);**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not Applicable to the company during the audit period);**

I have relied on the representations made by the Company and its officers for systems and mechanism formed by the Company for compliances of other specific applicable Acts, Laws and Regulations to the Company as mentioned hereunder;

- a) The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
- b) The Factories Act, 1948
- c) The Minimum Wages Act, 1948, and rules made there under

I have also examined compliance with the applicable Clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

I 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 the 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.

Board takes decision by majority of directors while the dissenting directors' views are captured and recorded as part of the minutes.

I 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.

I further report that the during the period, the Company has no other instances of:

- (i) Public/Rights of Shares/Preferential Issue of Shares/debentures/sweat equity
- (ii) Redemption/buy-back of securities.
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger/ amalgamation etc.
- (v) Foreign technical collaborations.

**For, Khandelwal Devesh & Associates
Company Secretaries**

**Devesh Khandelwal
Proprietor**

Place: Ahmedabad

Date:10.08.2022

FCS:6897

COP:4202

UDIN:F006897D000778327

Note: This report is to be read with my letter of even date which is annexed as Annexure herewith and forms and integral part of this report.

Annexure to Secretarial Audit Report

To,
The Members,
SAGARDEEP ALLOYS LIMITED,

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representations about the compliance of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, and Standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For, Khandelwal Devesh & Associates
Company Secretaries**

**Place: Ahmedabad
Date: 10.08.2022**

**Devesh Khandelwal
Proprietor
FCS:6897
COP:4202
UDIN: F006897D000778327**

Secretarial Compliance Report of Sagardeep Alloys Limited for the financial year ended March 31, 2022

We, **Khandelwal Devesh & Associates**, Company Secretaries, have examined:

- a) All the documents and records made available to us and explanation provided by Sagardeep Alloys Limited ("the listed entity"),
- b) The filings/ submissions made by the listed entity to the stock exchanges,
- c) Website of the listed entity,
- d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification,
for the year ended on March 31, 2022("Review Period") in respect of compliance with the provisions of:
 - a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable during the review period)**
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable during the review period)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable during the review period)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable during the review period)**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not Applicable during the review period)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

i) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder;

and based on the above examination, We, hereby report that, during the period under review:

a) The listed entity has complied with all the provisions of the above Regulations and circulars/ guidelines issued thereunder

b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

c) No actions has been taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/ guidelines issued thereunder:

d) The Listed Entity has taken the following actions to comply with the observation made in previous report:

Sr No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	<ul style="list-style-type: none"> The Company has failed to appoint a director to have at least 6 directors and accordingly violated the provisions of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the criteria applicable to top 	<ul style="list-style-type: none"> The Company has failed to appoint a director to have at least 6 directors and accordingly violated the provisions of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the criteria applicable to top 	The Company and appoint Mr. Parimal Suryakant Patwa as non-executive director of the Company w.e.f. 22/05/2020 and complied with provisions of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further the Company has paid the amount of fine imposed	The Company has complied with Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by appointing Mr. Parimal Suryakant Patwa as non-executive director and paid the fine imposed on it by NSE for such violation.

	<p>2000 Companies.</p> <ul style="list-style-type: none"> • The NSE has issued Show Cause Notice dated August 20, 2020. • The Company has submitted necessary reply and Mr. Nayan Pitroda, Company Secretary & Compliance Officer of the Company appeared before the Committee on behalf of the Company. • However, the Committee noted that the Company has failed to comply with requirement of Regulation 17 (1) (c) of having six Directors on the Board of the Company from April 01, 2020 to May 21, 2020 and hence imposed fine of the Company, which were duly paid by the Company. 	<p>2000 Companies.</p> <ul style="list-style-type: none"> • The NSE has issued Show Cause Notice dated August 20, 2020. • The Company has submitted necessary reply and Mr. Nayan Pitroda, Company Secretary & Compliance Officer of the Company appeared before the Committee on behalf of the Company. • However, the Committee noted that the Company has failed to comply with requirement of Regulation 17 (1) (c) of having six Directors on the Board of the Company from April 01, 2020 to May 21, 2020 and hence imposed fine of the Company, which were duly paid by the Company. 	<p>on it by NSE.</p>	
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**For, Khandelwal Devesh & Associates
Company Secretaries**

**Place: Ahmedabad
Date: 24.05.2022**

**Devesh Khandelwal
Proprietor
FCS:6897
COP:4202
UDIN:F006897D000379082**

Annexure- "III"

The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Sr.No.	Requirements	Disclosure	
I.	The ratio of the remuneration of each director to the median remuneration of the employees for the financial year	MD	3.75times
		WTD	3.75times
II.	The percentage increase in remuneration of each director, CFO, CEO, CS in the financial year	MD	Nil
		WTD	Nil
		CS	Nil
		CFO	NIL
III.	The percentage increase in the median remuneration of employees in the financial year	NIL	
IV.	The number of permanent employees on the rolls of the Company as on 31 st March, 2022	9	
V.	Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	Nil	
VI.	Affirmation that the remuneration is as per the remuneration policy of the company	Yes, it is confirmed	

Regd Office:

Plot No. 2070 , Rajnagar Patiya ,
SantejKhatrajRoad ,
SantejKalol,
Gandhinagar 382721

Date:10/08/2022

Place:Santej (Kalol)

**By Order of the Board of Directors
For, Sagardeep Alloys Limited**

Sd/-

**Satishkumar Mehta
Chairman & Managing Director
(DIN: 01958984)**

**Annexure-“IV”
FORM NO. AOC-2**

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 transaction under third proviso thereto.

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

i. Details of Contracts or arrangements or transactions not at arm's Length basis

No.	Name(s) of the related party and nature Relationship	Nature of Contracts/ Arrangements/ Transactions	Duration of The Contracts/ Arrangements/ Transaction S	Salient terms of contracts or arrangements Transactions including the value, if Any	Justification for entering into such contracts Or arrangements or transactions	Date(s) 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
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
NIL								

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

No.	Name(s) of the related party and nature Relationship	Nature of Contracts/ Arrangements/ Transactions	Duration of The Contracts/ Arrangements/ Transaction S	Salient terms of contracts or arrangements Transactions including the value, if Any	Date(s) Of approval by the Board	Amount paid as advances, if any:
	(a)	(b)	(c)	(d)	(f)	(g)
1.	Hari Industries (Proprietary firm of Mr. Satishkumar Mehta	Rent	On yearly basis	Rs.50000/- p.m.	05/04/2021	

Regd Office:

Plot No. 2070 , Rajnagar Patiya ,
SantejKhatrajRoad ,
SantejKalol,
Gandhinagar 382721

Date:10/08/2022

Place:Santej (Kalol)

**By Order of the Board of Directors
For, Sagardeep Alloys Limited**

Sd/-

Satishkumar Mehta

Chairman & Managing Director

(DIN: 01958984)

Annexure –“V”

MANAGEMENT’S DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE & DEVELOPMENT

Copper is the third-most-consumed metal in the world. It is also known as a highly electrically conductive material. The properties of copper include good electrical conductivity, excellent thermal conductivity, corrosion resistance, high ductility, recyclability, and non-magnetic nature. The copper market is segmented by end-user industry (automotive and heavy equipment, construction, electrical and electronics, industrial and other end-user industries). Copper is the most widely used metal in energy generation, transmission infrastructure, and energy storage. It is the next most used metal after aluminum and steel in the construction, telecommunications, transportation, and automobile manufacturing sectors. The size of Indian copper industry (consumption of refined copper per annum) is around half a million tones which constitutes only 3 percent of the world copper market. India, a major exporter of refined copper till a few years ago, is set to become a net importer in recent years due to disturbance of production in various plants because of various environmental concerns.

SEGEMENT WISE PERFORMANCE

Our Company’s operations belong to a single segment and therefore no segment wise performance given.

OPPORTUNITIES AND THREATS

Our success as an organization depends on our ability to identify opportunities and leverage them while mitigating the risks that arise while conducting our business. The second wave of COVID-19 pandemic resulted in lockdowns and shutdowns of industrial activities worldwide. Due to this, electronics production was halted temporarily in many countries. Also, the mining of metals, including copper, slowed down in 2021. Also due to Russian-Ukraine war, there has been major reduction in demand for copper. These factors negatively impacted the copper market.

However, now with increasing demand from construction, electronics, and telecommunication industries is boosting the market’s growth. During the financial year 2021-22, the Company started to expand the product base in copper and copper alloy products and also to increase its production capacity in Copper Busbar. However due to frequent ups-downs in industry for demand of copper products, there has been no surge in margin and profitability of the company. During the year, the import of Copper also get affected due to disturbances worldwide because of the pandemic and such disturbances resulted into price rise of main raw material i.e. copper scrap of the Company and increased the working capital requirement of the Company. Price rise in copper scrap also affected the price of our products and buyers waited for their Orders and these all affected the financial performance of the Company. Looking to the present improvements in industrial sentiments in India and Worldwide, the Management is very optimistic in positive improvement of turnover and profit margin

in current as well as coming years. The Company is continuously exploring all available opportunity to expand its market reach in products relating to Copper and Copper Alloy.

The Management see risk in raising price of metals including copper which can affect the profitability of the Company. Price rise in copper will also result into increase in working capital cost and slow growth in sales and lower capacity utilization. We all know that the threat and risk of present on-going Covid-19 is not completely ruled out and any future outbreaks of this pandemic will result into economic disturbances and in that case performance of your Company will also get affected.

OUTLOOK, RISKS & CONCERNS

Our Outlook, risks and concerns are as follows:

- We are seeing very good business opportunity for Metal Sector in coming Years and this will also result into positive improvement of our Company.
- During the year, the Company started commercial production of Copper Sulphate however it did not lead to improvement of turnover and profitability and thus the company has discontinued its commercial production.
- A large part of our revenue depends on our top clients and loss of any one of major client may lead to negative impact on our business.
- Our success depends on our top management and key personnel and our ability to attract and retain them.
- The Management see risk in current ongoing pandemic and any future outbreaks will affect the financial positions and growth opportunity of the Company.
- Price volatility of metal sector including copper can affect the performance of the Company negatively.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The Company has an adequate internal control system commensurate with its size and the nature of its business in order to achieve efficiency in operation and optimum utilization of resources. These controls ensure safeguarding of assets, reduction and detection of fraud and error, adequacy and completeness of the accounting records and timely preparation of reliable financial information.

FINANCIAL AND OPERATIONAL PERFORMANCE

Financial and Operational performance is provided in Board of Directors Report and same can be referred in point no 1 of the director report.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The industrial relations remained cordial throughout the year. The employees of the Company have extended a very productive cooperation in the efforts of the management to carry the Company to greater heights. Continuous training down the line is a normal feature in the Company to upgrade the skills and knowledge of the employees and workmen of the Company. The Management took this opportunity to

thank all of it's employees including laborers for their continuing support in this pandemic and helped Company to continue its business operation in this odd time period.

CAUTIONARY STATEMENT

Statement in this report describing the Company's objectives, expectations or predictions may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the company's operations include economic conditions affecting demand / supply and price condition in the domestic markets in which the company operates, changes in the government regulations, tax laws and other statutes and other incidental factors.

Regd Office:

*Plot No. 2070 , Rajnagar Patiya ,
Santej Khatraj Road ,
Santej Kalol,
Gandhinagar 382721*

Date:10/08/2022

Place: Santej

***By Order of the Board of Directors
For, Sagardeep Alloys Limited***

Sd/-

***Satishkumar Mehta
Chairman & Managing Director
(DIN: 01958984)***

Annexure-“VI”

Corporate Governance Report

CORPORATE GOVERNANCE PHILOSOPHY

The Company believes that sound Corporate Governance is crucial for enhancing and retaining investor trust and your Company always seeks to ensure that its performance goals are met accordingly. Corporate Governance is a set of principles, processes and systems which govern a company. The elements of Corporate Governance are independence, transparency, accountability, responsibility, compliance, ethics, values and trust. Corporate Governance enables an organization to perform efficiently and ethically generate long term wealth and create value for all its stakeholders.

At the heart of Company's Corporate Governance policy is the ideology of transparency and openness in the effective working of the management and Board. It is believed that the imperative for good Corporate Governance lies not merely in drafting a code of Corporate Governance but in practicing it. Strong leadership and effective corporate governance practices have been significant contributors to the Company's growth story. The Company has always worked towards building trust with shareholders, employees, customers, suppliers and other stakeholders based on the principles of good corporate governance.

In line with the Sagardeep Group philosophy, your Company firmly believes in adherence to good corporate governance practices and constant efforts are made to improve such practices and to adopt emerging best practices. Your Company is committed to continuously scaling up its corporate governance standards. The Company's essential character revolves around values based on transparency, integrity, professionalism and accountability. The Company has adopted a Code of Conduct for its employees including the Managing Director and the Executive Directors. In addition, the Company has adopted a Code of Conduct for its non-executive directors which include Code of Conduct for Independent Directors which suitably incorporates the duties of independent directors as laid down in the Act.

Your Company confirms the compliance of corporate governance requirements specified in regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation(2) of regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations"), the details of which are given below:

2. BOARD OF DIRECTORS

a. Composition of the Board:

The Board of Directors along with its committees provide the requisite leadership and guidance to the Company's senior management team and also direct, supervise and closely monitor the performance of the Company.

The Company's policy is to have an appropriate mix of Executive, Non-Executive & Independent Directors. As on March 31, 2022, the Board comprises of 6 (Six) Directors, of which, 2 (Two) are Executive Directors, 1 (One) is Non-Executive Director and 3 (Three) are Independent Directors. The Board is chaired by Mr. Satishkumar A. Mehta, Managing Director. The Composition of the Board is in conformity with the provisions of the Act and Regulation 17 of the LODR.

None of the Directors on the Company's Board is a member of more than 10 Committees and chairman of more than 5 Committees across all Public Limited companies including listed entities in which he/she is a Director.

Cessation after Financial year

Tenure of Mr. Jitendrakumar Dhanjibhai Patel, as an Independent Director of the Company was completed on 22nd February, 2022. The Board in their meeting held on 09th February, 2022 decided and re-appointed him as Independent Director for second consecutive term of 5 years effective from 22nd February, 2022, subject to shareholders' approval. In terms of Regulation 17(1)(c) of SEBI LODR Regulations, 2015 the Company should have obtained the shareholders' approval for re-appointment of Independent Director in the next general meeting or within 3 months from the date of appointment, whichever is earlier and therefore the re-appointment of Mr. Jitendrakumar Dhanjibhai Patel as Independent Director should have been confirmed by the shareholders of the Company on or before 22nd May, 2022 and as the Company failed to call the shareholders meeting for such re-appointment within the stipulated time period as provided under Regulation 17(1)(c) of SEBI LODR Regulations, 2015, the re-appointment of Mr. Jitendrakumar Dhanjibhai Patel as Independent Director ceases w.e.f. 22nd May, 2022 and his cessation has been considered as retirement from the board.

b. Meetings of the Board:

The Board Meetings are held at regular intervals with a time gap of not more than 120 days between two consecutive meetings. Additional meetings are held whenever deemed necessary for the conduct of business. During the year under review, 8 board meetings were held on 05/04/2021, 15/06/2021, 13/07/2021, 03/08/2021, 14/08/2021, 12/11/2021, 09/02/2022 and 24/03/2022.

All the directors of the Company have confirmed that they are not disqualified from being appointed as directors in terms of Section 164 of the Companies Act, 2013.

The Independent Directors met on 13/07/2021 and 09/02/2022 to discuss the performance evaluation of the Board, Committees, Chairman and the individual Directors.

The Company Secretary prepares the agenda and the explanatory notes, in consultation with the Chairman and circulates the same in advance to the Directors. Every Director is free to suggest the inclusion of any item(s) on the agenda. The Board meets at least once in every quarter or half year, inter alia, to review the quarterly or half yearly financial results. The Company also provides Video Conference facility, if required, for participation of the Directors at the Board/Committee Meetings. Presentations are made on business operations to the Board by the Managing Director of the Company. Senior Management Personnel are invited to provide additional inputs for the items being discussed by the Board of Directors as and when necessary.

The Minutes of the proceedings of the Meetings of the Board of Directors are noted and the draft minutes are circulated amongst the Members of the Board for their perusal. Comments, if any, received from the Directors are also incorporated in the Minutes, in consultation with the Chairman. Thereafter the minutes are signed by the Chairman of the Board at the next meeting.

The following is the composition of the Board of Directors as on March 31, 2022. The Directors strive to attend all the Board / Committee meetings. Their attendance at the Meetings held during the year and at the last AGM was as under:

Name of Director	Category	Meetings held during the year	No. of Board Meetings attended	Number of shares and convertible instruments held by non-executive directors	Attendance at last AGM
Mr. Satishkumar Asamal Mehta	Promoter Chairman & Managing Director	6	6	N.A	Yes
Mr. Jayeshkumar Ashmal Mehta	Promoter Whole Time Director	6	6	N.A	Yes
Mr. Parimal Patwa	Non-Executive Director	6	6	N.A	Yes
Mr. Hemendrabhai Bhailal Patel	Independent Director	6	6	N.A	Yes
Mrs. Vinita Pankaj	Independent	6	6	N.A	Yes

Maheshwari	nt Director				
Mr. JitendrakumarDhanjibhai Patel*	Independe nt Director	6	6	N.A	Yes
Mr. Manan Gajjar#	Independe nt Director	-	-	N.A	N.A

*Ceased to be director W.e.f 22.05.2022

#appointed as Independent Director W.e.f.30.06.2022

None of the Directors hold the office of director in more than the permissible number of companies under Section 165 of the Act or Regulation 17A of the LODR.

None of the Directors hold the office of director in listed entities (whose equity and debt securities are listed).The information stipulated under Part A of Schedule II of SEBI (LODR) Regulations is being made available to the Board.

Number of Membership in Board, Membership and Chairman Ship in Committees excluding our Company:

Name of Director	Category	No. of Board Membership	No. of Membership in Committees	No. of Chairmanship in Committees
Mr. Satishkumar Asamal Mehta	Chairman &Managing Director	1	Nil	Nil
Mr.Jayeshkumar Ashmal Mehta	Whole Time Director	1	Nil	Nil
Mr. Parimal Patwa	Director	2	3	Nil
Mr.Hemendrabhai Bhailal Patel	Independent Director	2	Nil	Nil
Mrs. Vinita Pankaj Maheshwari	Independent Director	1	Nil	Nil
Mr. Jitendrakumar Dhanjibhai Patel*	Independent Director	Nil	Nil	Nil
Manan Girishbhai Gajjar#	Independent Director	Nil	Nil	Nil

*Ceased to be director w.e.f 22.05.2022

appointed as independent director w.e.f. 30.06.222

Relationship between the Directors

Name of Director	Category	Relationship between the Directors
Mr. Satishkumar Asamal Mehta	Chairman & Managing Director	Brother of Mr. Jayeshkumar Ashmal Mehta
Mr. Jayeshkumar Ashmal Mehta	Whole Time Director	Brother of Mr. Satishkumar Asamal Mehta
Mr. Parimal Patwa	Non Executive Director	No Relation
Mr. Hemendrabhai Bhailal Patel	Independent Director	No Relation
Mrs. Vinita Pankaj Maheshwari	Independent Director	No Relation
Mr. Jitendrakumar Dhanjibhai Patel	Independent Director	No Relation

c. Information to the Board:

The Board of Directors has complete access to the information within the Company, which inter alia includes –

- Annual revenue budgets and capital expenditure plans
- Quarterly results and results of business segments
- Financing plans of the Company
- Minutes of meeting of Board of Directors, Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee
- Details of any joint venture, acquisitions of companies or collaboration agreement
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any materially relevant default, if any, in financial obligations to and by the Company or substantial non-payment for goods sold or services rendered, if any
- Any issue, which involves possible public or product liability claims of substantial nature, including any Judgment or Order, if any, which may have strictures on the conduct of the Company
- Developments in respect of human resources

- Compliance or Non-compliance of any regulatory, statutory nature or listing requirements and investor service such as non-payment of dividend, delay in share transfer, etc., if any
- The Board has identified the following skills/ expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board

Skill Area	Description
Leadership	Ability to envision the future and prescribe a strategic goal for the Company, help the Company to identify possible road maps, inspire and motivate the strategy, approach, processes and other such key deliverables and mentor the leadership team to channelize its energy/efforts in appropriate direction.
Strategy and planning	Ability to think strategically; identify and critically assess strategic opportunities and threats.
Global Experience / International Exposure	Ability to have access and understand business models of global corporations, relate to the developments with respect to leading global corporations and assist the Company to adapt to the local environment, understand the geo political dynamics and its relations to the Company's strategies and business prospects and have a network of contacts in global corporations and industry worldwide.
Governance, Risk Management and Compliance	Commitment, belief and experience in the application of corporate governance principles and setting up corporate governance practices to support the Company's robust legal, risk and compliance systems and governance policies/practices.
Engineering Research & Development	Domain knowledge in businesses and closely follow the technology trends in the ER&D industry and focus on key technology areas that impact the various verticals we operate viz. digital engineering, mobility and augmented reality, IOT, automation of Knowledge, robotics, autonomous & near-autonomous vehicles, imaging and video.
Finance, Accounts & Audit	Qualifications and/or experience in accounting and/or finance or the ability to understand financial policies, disclosure practices, financial statements and critically assess financial viability and performance
Relationship with Clients/ Customers	Experience in engaging with management of businesses and organizations and other customers to assess business needs and ability to maintain positive relationships with clients / customers over time.
Stakeholder	Ability to engage with key stakeholders including relevant

Engagement & industry investor and business customers to effectively	
Industry advocacy	engage/network and communicate with them.
Contributor and collaborator	The ability to critically analyze complex and detailed information, deal appropriately with key issues and suggest solutions to problems.

A Chart Setting out the Skills of the Board of Director as on March 31, 2022 is as under: -

(We have referred the skills by numbers 1: Leadership, 2: Strategy and planning, 3: Global Experience /International Exposure, 4: Governance, Risk Management and Compliance, 5: Engineering Research & Development, 6: Finance, Accounts & Audit, 7: Relationship with Clients/ Customers, 8: Stakeholder Engagement & Industry advocacy and 9: Contributor and collaborator)

Name of Director	Category	Area of Skill Area/Expertise/Competence								
		1	2	3	4	5	6	7	8	9
Mr. Satishkumar Asamal Mehta	Chairman & Managing Director	.	.	.	.	.	.	.	.	.
Mr. Jayeshkumar Ashmal Mehta	Whole Time Director	.	.	.	.	.	.	.	.	.
Mr. Parimal Patwa	Director	.		.	.		.	.	.	.
Mr. Hemendrabhai Bhailal Patel	Independent Director	.	.		.	.	.		.	.
Mrs. Vinita Pankaj Maheshwari	Independent Director	.		.	.	.	.	.		.
Mr. Jitendrakumar Dhanjibhai Patel*	Independent Director	.		.	.	.			.	.

***Ceased to be director w.e.f. 22/05/2022.**

Mr. Jitendrabhai Patel ceased to be independent director due to expiry of his tenure w.e.f. 22.05.2022.

CODE OF CONDUCT FOR BOARD & SENIOR MANAGEMENT PERSONNEL

Your Company has adopted a Code of Conduct for Board Members & Senior Management Personnel and the declaration from the Managing Director, stating that all the Directors and the Senior Management Personnel of your Company have

affirmed compliance with the Code of Conduct has been included in this Report. The Code has been posted on your Company's website at www.sdalloys.com.

BOARD COMMITTEES

The Board currently has the following three Committees:

- 1) Audit Committee,
- 2) Nomination and Remuneration Committee,
- 3) Stakeholders' Relationship Committee.

The terms of reference of the Board Committees are in compliance with the provisions of the Act the LODR and are also decided by the Board from time to time. The Board is responsible for constituting, assigning and appointing the members of the Committees. Draft minutes of the committee meetings are circulated to the members of those committees for their comments and thereafter, confirmed in its next meeting, in terms of Secretarial Standard on Meeting of the Board of Directors (SS-1) issued by the Institute of Company Secretaries of India.

The Board of Directors also takes note of the minutes of the committee meetings held in the previous quarter, at its meetings. The brief description of terms of reference of the Committees, the composition of the Committees including the number of meetings held during the financial year and the related attendance are provided below.

Audit Committee

❖ Terms of Reference

1. Oversight of the Issuer'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. Review and monitor the auditor's independence and performance, and effectiveness of audit process.
4. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
5. Examination of the financial statement and the auditors' report thereon.
6. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - a. Matters required being included in the Director's Responsibility Statement to be included in the Board's report.
 - 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.
7. Reviewing, with the management, the half yearly financial statements before submission to the board for approval.
 8. Approval or any subsequent modification of transactions of the company with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the company, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Reviewing, with the management, 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.
 13. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
 14. 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.
 15. Discussion with internal auditors any significant findings and follow up there on.
 16. 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.
 17. 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.
 18. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors.
 19. To review the functioning of the Whistle Blower mechanism, in case the same is Existing.
 20. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
 21. The Audit Committee shall mandatorily review the following information:
 - a. Management discussion and analysis of financial condition and results of operations;
 - b. Statement of significant related party transactions (as defined by the audit committee), submitted by management;

- c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d. Internal audit reports relating to internal control weaknesses;
- e. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee
- f. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee and as required to be carried out as per applicable law including listing agreement.

Composition

As on March 31, 2022 the Audit Committee comprises of two Independent Directors and One Executive Director. The Chairman of the Committee is an Independent Director Mr Jitendra Dhanjibhai Patel ceased to be appointed as Chairman of Audit Committee from 22/05/2022 due to expiry of his tenure. The committee has been reconstituted in the board meeting held at the 24/05/2022.

Meetings

During the year ended March 31, 2022, Audit Committee met 6 (six) times 15/06/2021, 13/07/2021, 03/08/2021, 14/08/2021, 12/11/2021 and 09/02/2022. Due to expiry of tenure of Mr. Jitendrakumar Dhanjibhai Patel, Committee has been reconstituted on 24/05/2022 as Mr. Hemendrabhai Bhailal Patel, Chairperson, Mrs. Vinita Pankaj Maheshwari, Member and Mr. Satish Mehta, Member. Further the present committee has been reconstituted on 30/06/2022 after the financials year

Name of Director	Category	Meetings held during the year	No. of Meetings attended
Mr. Jitendrakumar Dhanjibhai Patel*	Chairman	6	6
Mr. Manan Gajjar##	Chairman	6	0
Mr. Satishkumar Asamal Mehta	Member	6	6
Mrs. Vinita Pankaj Maheshwari	Member	6	6
Mr. Himendrabhai bhailal Patel#	Chairman	6	0

*Ceased to be chairman and member of the committee w.e.f. 23.05.2022

inducted as Chairman and member of the committee w.e.f. 24.05.2022 till 30.06.2022

##Inducted as chairman and member of the committee w.e.f. 30.06.2022

All the members of Audit Committee are financially literate and have accounting and financial matters experience.

The Managing Director and CFO of the Company are permanent invitees of the Meetings of Audit Committee. Statutory and Internal Auditors or their representatives

are permanent invitees for the meetings of the Committee. The Company Secretary is the Secretary to the Committee.

Nomination and Remuneration Committee

❖ Terms of Reference

1. To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the level and composition of remuneration of the directors, key managerial personnel and other employees.
2. Formulation of criteria for evaluation of independent directors and the Board.
3. To ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
4. Devising a policy on Board diversity.
5. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
6. To carry out any other function as required to be carried out as per applicable law including listing agreement.

Composition

As on March 31, 2022 the NRC comprised of three Independent Directors. The Chairman of the Committee is an Independent Director Mr Jitendra Dhanjibhai Patel ceased to be appointed as Chairman of Nomination and remuneration committee from 22/05/2022 due to expiry of his tenure. The committee has been reconstituted in the board meeting held at the 24/05/2022.

Meetings

During the year ended March 31, 2022, the NRC committee met 4 (four) times 05/04/2021, 13/07/2021, 03/08/2021 and 09/02/2022. Due to expiry of tenure of Mr. Jitendrakumar Dhanjibhai Patel, Committee has been reconstituted on 24/05/2022 as Mr. Hemendrabhai Bhailal Patel, Chairperson, Mrs. Vinita Pankaj Maheshwari, Member and Mr. Parimal Suyakant Patwa, Member. Further the present committee has been reconstituted on 30/06/2022 after the financials year

Name of Director	Category	Meetings held during the year	No. of Meetings attended
Mr. Jitendrakumar Dhanjibhai Patel*	Chairman	4	4
Mr. Hemendrabhai Bhailal Patel	Member	4	4
Mrs. Vinita Pankaj	Member	4	4

Maheshwari

Mr. Manan Gajjar##	Chairman	4	0
Mr. Parimal Suryakant Patwa#	Member	4	0

*Ceased to be chairman and member of the committee w.e.f.23.05.2022

#inducted as member of the committee w.e.f. 24.05.2022 to 30.06.2022

##Inducted as chairman and member of the committee w.e.f. 30.06.2022

REMUNERATION OF DIRECTORS:

Remuneration Policy

The remuneration of the Board members is based on the Company's size & global presence, its economic & financial position, industrial trends, compensation paid by the peer companies, etc. Compensation reflects each Board member's responsibility and performance. The level of compensation to Executive Directors is designed to be competitive in the market for highly qualified executives.

The Whole Time Directors are paid remuneration by way of salary, perquisites, variable pay and commission, wherever applicable based on recommendation of the NRC, approval of the Board and the shareholders. The commission is based on the performance of the business/ function as well as other qualitative factors. The commission is calculated with reference to net profits of the Company in the financial year subject to overall ceilings stipulated under Section 197 of the Act.

There were no pecuniary relationships or transactions of the Non-Executive Directors vis-à-vis Company

Details of Remuneration Paid/Payable to Directors for the Year Ended March 31, 2022.

Salient features of the policy on remuneration of executive and non-executive directors are as under:

(a) Executive Directors

The Board of Directors in consultation with the Nomination and Remuneration Committee decides on the remuneration payable to the Managing Director / Whole Time Director. The total remuneration to the Managing Director comprises fixed component consisting of salary and perquisites in accordance with Company's policy and a profit linked incentive.

The details of remuneration paid/payable to the Executive Directors are as follows:

Name of Director	Category	Salary
Mr. Satishkumar Asamal Mehta	Chairman & Managing	Rs. 9,00,000/-

Director		
Mr. Jayeshkumar Ashmal Mehta	Whole Time Director	Rs. 9,00,000/-

Notice period for termination of appointment of Managing Director and other Whole-time Directors is three months on either side.

(b) Independent Directors/Non-Executive Director:

Non-Executive Directors can be paid sitting fees for attending the Board and Committee meetings. The reimbursement of actual expense directly related to the travel and out-of-pocket expenses, if any, incurred by them is made

The detail of remuneration paid/payable to the Independent Director/Non-Executive Directors is as follows:

Name of Director	Category	Salary
Mr. Parimal Suryakant Patwa	Non Executive-Director	Nil
Mr. Hemendrabhai Bhailal Patel	Independent Director	Nil
Mrs. Vinita Pankaj Maheshwari	Independent Director	Nil
Mr. Jitendrakumar Dhanjibhai Patel*	Independent Director	Nil
Mr. Manan Girishbhai Gajjar#	Independent Director	Nil

***Ceased to director w.e.f. 22.05.2022.**

#inducted as Independent director w.e.f 30.06.2022

Stakeholders' Relationship Committee

❖ Terms of Reference

1. To specifically look into the timely redressal of shareholder and investors including complaints in respect of transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc
2. To review and approve transfer or transmission of shares & other securities
3. To review and approve issue of duplicate share certificate on split/consolidation/renewal etc
4. To carry out any other function as required to be carried out as per applicable law including listing agreement.

Composition

The Stakeholders' Relationship Committee (SRC) as on March 31, 2022, comprised of three Independent Directors as its members. The Chairman of the Committee is a Non-Executive Director Independent Director of the Company.

Meetings

During the year ended March 31, 2022, the SRC committee met 2 (Two) time on 03/08/2021 and 09/02/2022.

The attendance of Members at the Meetings was as follows:

Name of Director	Category	Meetings held during the year	No. of Meetings attended
Mrs. Vinita Pankaj Maheshwari	Chairman	2	2
Mr. Satishkumar Mehta	Member	2	2
Mr. Hemendrabhai BhailalPatel	Member	2	2

NUMBER OF REQUESTS/COMPLAINTS

During the year, the Company didn't receive any complaints.

The details of the Complaints received by the company and its RTA are as follows.

Particulars	Opening Balance	Received	Resolved	Pending
SEBI	0	0	0	0
Stock Exchange	-	-	-	-
Dividend Related	-	-	-	-
Transmission/ Transfer	-	-	-	-
Demat/Remat	-	-	-	-

COMPLIANCE OFFICER

Mr. Ankit Sanchiher was appointed as company secretary and compliance officer of the company w.e.f. 01/07/2021. However he resigned from the post of company secretary and compliance officer of the company w.e.f. 17/12/2021. As on the date of this report, Ms. Ami Doshi is company secretary and compliance officer of the company.

Other information:

Independent Directors' Familiarization Program

All directors are aware and are also updated as and when required of their responsibilities, roles and liabilities.

The Company believes that the Board be continuously empowered with the knowledge of the latest developments in the Company's business and the external environment affecting the industry as a whole. To this end, the Directors were given presentations on the global business environment, as well as all business areas of the Company including business strategy, risks opportunities. Monthly updates on performance/developments giving highlights of performance of the Company during each month including the developments/events having impact on the business of the Company are also sent to all the Directors. The details of familiarization programmes imparted to Independent Directors are disclosed on the company's website.

Fulfilment of the independence criteria by the Independent Directors:

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI(LODR) Regulations read with Section 149(6) of the Companies Act, 2013 along with rules framed there under. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI (LODR) Regulations and that they are Independent of the management. In terms of Regulation 25(8) of SEBI (LODR) Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Further, the Independent Directors have declared that they have complied with Rule 6(1) & (2) of the Companies (Appointment of Directors) Rules, 2014.

SUBSIDIARY COMPANY

The Company has formulated a policy for determining Material Subsidiary and Sagardeep Engineers Private Limited comes under the purview of the unlisted material subsidiary as per criteria given under "Explanation to Regulation 24(1) of the SEBI Listing Regulations". Mr. Hemendrabhai Bhailal Patel, Independent Director of the Company, has been nominated as a Director on the Board of Sagardeep Alloys Limited. The Audit Committee of the Company reviews the Financial Statements and Investments made by unlisted subsidiary company and the minutes of the unlisted subsidiary companies are being placed periodically at the Board Meeting of the Company.

POSTAL BALLOT

During the year, your Company has not passed any resolution through postal ballot covered under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory amendment(s) or re-enactment(s) made there under).

GENERAL BODY MEETINGS

The last Three (3) Annual General Meetings of the Company were held as under:

Financial Year	Date	Venue	Time	No. of Special Resolution Passed
2020-21	17 th September, 2021	Through Video Conferencing / Other Audio-Visual Means	12.30 P.M.	2
2019-20	27 th August, 2020	Through Video Conferencing / Other Audio-Visual Means	11.30 A.M.	2
2018-19	25 th September, 2019	Plot No. 2070 , Rajnagar Patiya ,Santekhatraj Road ,Santek Kalol Gandhinagar GJ 382721 In	11.30 A.M.	No

The following Special Resolutions were passed by the members during the past three Annual General Meetings:

Annual General Meeting held on 17th September 2021

- Re-appointment of Mr. Satishkumar Mehta (DIN: 01958984) as Managing Director of the company w.e.f 30.12.2021 for a period of three year.
- Re-appointment of Mr. Jayeshkumar Mehta (DIN: 02156140) as Managing Director of the company w.e.f 30.12.2021 for a period of three year

Annual General Meeting held on 27th August 2020

- Re-appointment of Mr. Patel Hemendrabhai Bhailal (DIN: 01827562) as an Independent Director.
- Re-appointment of Mrs. Vinita Pankaj Maheshwari (DIN: 07187365) as an Independent Women Director.

Annual General Meeting Held on 25th July, 2018

- To shift the registered office of the company

MEANS OF COMMUNICATION

Financial Results

The quarterly, half-yearly and annual results are published in two newspaper i.e. 'Free Press' in English and 'Lok Mitra' in Gujarati and are displayed on the website of the

	Company www.sdalloys.com .
Website	The Company's website www.sdalloys.com provides comprehensive information about its portfolio of businesses. Section on "Investors" serves to inform and service the Shareholders allowing them to access information at their convenience. The quarterly shareholding pattern of the Company is available on the website of the Company as well as the stock exchanges. The entire Annual Report and Accounts of the Company will also be made available on the websites of the Stock Exchanges. Annual Report and accounts of the Company and its subsidiaries will be available on the website of the Company in downloadable format
Filing with Stock Exchanges	Information to Stock Exchanges is now being also filed online on NEAPS for NSE
Annual Report	Annual Report is circulated to all the members and all others like auditors, secretarial auditor, equity analysts etc
Presentations/ Investor call made to Institutional Investors and Analysts	The schedule of analyst/institutional investor meets and presentations if made to them are placed on the website of the Company.

Compliance Monitoring System

The statutory compliance has become a catalyst for Corporate Governance. A good statutory compliance system has become vital for effective conduct of business operations. As a major portion of the Company's business is conducted abroad, apart from ensuring compliance with Indian statutes, the Company also complies with the statutes of the countries where the Company has presence.

With a view to strengthen this system, the Company has taken steps to automate the said system and has framed a web -based portal which will provide the users a web-based access, controls based on a defined authorization matrix. Besides connecting all the Compliance owners across time zones to a common corporate platform, the portal is expected to serve as a repository of the compliance exercise yielding substantial saving in resources and efforts for tracking compliance. The Company is taking steps to build this Statutory Compliance Monitoring system.

GENERAL SHAREHOLDERS' INFORMATION

ANNUAL GENERAL MEETING

The AGM of the Company to be convened on Thursday, 22nd September 2022 at 12.30 p.m. through Video Conferencing /Other Audio-Visual Means. The detailed procedure to attend and vote in AGM is provide to notes of Notice of Annual General Meeting.

FINANCIAL YEAR

The financial year of the Company is from April 1 to March 31

FINANCIAL CALENDAR

Annual Results of 2021-22	23 rd May, 2022
First Quarter Results*	14 th August, 2022
Second Quarter results*	14 th November, 2022
Third Quarter results*	14 th February, 2022
Fourth Quarter* / Annual results	30 th May, 2023

*Tentative Dates

BOOK CLOSURE

The dates of book closure are from Friday 16th September, 2022 to Thursday 22nd September, 2022

DIVIDEND

The Board of Directors of the Company had adopted the Dividend Distribution Policy in line with the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Policy is uploaded on the Company's website at www.sdalloys.com

The Dividend, if declared, will be paid within the statutory time limit to the eligible members of the Company.

LISTING OF EQUITY SHARES ON STOCK EXCHANGES

The equity share of the company is listed on National Stock Exchange (NSE).

LISTING FEES TO STOCK EXCHANGES

The Company has paid the Listing Fees for the year 2022-2023 to the above Stock Exchanges.

CUSTODIAL FEES TO DEPOSITORIES

The Company has paid custodial fees for the year 2021-2022 to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

RECONCILIATION OF SHARE CAPITAL AUDIT

A practicing Company Secretary carried out secretarial audit in each of the quarters in the financial year 2021-22, to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and total issued and listed capital. The audit reports confirm 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 depositories.

RELATED PARTY TRANSACTIONS:

The Company ensures that all transactions to be entered into with Related Parties as defined under the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations during the financial year are in the ordinary course of business and on arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. Further, there were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosures as required by the Indian Accounting Standard (Ind AS 24) have been made in the notes to the Financial Statements.

The Board approved policy for related party transactions is available on the Company's website.

DETAILS OF NON-COMPLIANCE

There was no non-compliance during the year and no penalties were imposed or strictures passed on the Company by the Stock Exchanges, SEBI or any other Statutory Authority

A practicing Company Secretary has certified the compliance of the conditions of Corporate Governance and annexed the certificate with the Directors' Report and sent the same to all the shareholders of the Company. The certificate shall also be sent to all the concerned Stock Exchanges along with the Annual Report filed by the Company.

STOCK CODE/SYMBOL:

Symbol(NSE)	SAGARDEEP
ISIN	INE976T01013
Corporate Identification Number	L29253GJ2007PLC050007

DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2022:

Sr. No.	Shareholding of Shares	Number of Shareholders	% of Total Shareholders	Shares	% of Total Share Capital
1	1 to500	19283	92.4667	1748339	10.2497
2	501 to1000	958	4.5938	761463	4.4641
3	1001 to2000	375	1.7982	558547	3.2745
4	2001 to3000	88	0.4220	221234	1.2970
5	3001 to4000	39	0.1870	138637	0.8128
6	4001 to5000	28	0.1343	134235	0.7870

7	5001 to 10000	46	0.2206	328307	1.9247
8	10001 to above	37	0.1774	13166638	77.1902
TOTAL		20854	100.0000	17057400	100.0000

STOCK MARKET DATA FOR THE YEAR 2021-2022:

Month	SAGARDEP Stock Price		
	High	Low	Month Close
2021			
April	35.75	30.70	34.15
May	51	32.90	42.60
June	58	40.55	55.90
July	75.30	53	73.80
August	77.45	43.55	43.55
September	43.15	30.25	32.25
October	35	28.55	28.90
November	30.80	26	28
December	52.40	27.45	48.75
2022			
January	60.00	46	59.05
February	77.75	56.05	56.05
March	53.25	30.50	38.05

PLANT LOCATIONS

Plot No. 2070, Rajnagar Patiya ,
Santej Khatraj Road,
Santej Kalol Gandhinagar 382721

ADDRESS OF RTA:

Link Intime India Private Ltd
C-101, 247 Park, L.B.S. Marg, Vikhroli
(West), Mumbai – 400 083

ADDRESS FOR CORRESPONDENCE

Ms. Ami Doshi
Plot No. 2070, Rajnagar Patiya, Santej Khatraj Road,
Santej Kalol Gandhinagar- 382721

SHARE TRANSFER SYSTEM

The Company's investor services are handled by Link Intime India Private Limited who are the Company's RTA. Pursuant to SEBI press release dated December 3, 2018,

except in case of transmission or transposition of securities, requests for effecting transfer of securities after April 1, 2019, shall not be processed by the Company unless the securities are held in the dematerialized form with a depository.

DEMATERIALIZATION OF SHARES AND LIQUIDITY

Physical shares received for dematerialization are processed and completed within a period of 21 days from the date of receipt.

As required under Regulation 40 of the LODR a certificate on half yearly basis confirming due compliance of share transfer formalities by the Company from Practicing Company Secretary has been submitted to Stock Exchanges within stipulated time.

OUTSTANDING GLOBAL DEPOSITORY RECEIPTS OR AMERICAN DEPOSITORY RECEIPTS OR WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

There are no Outstanding Global Depository Receipts or American Depository Receipts Or Warrants Or any Convertible Instruments during the financial year.

COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

Please refer to Management Discussion and Analysis Report for the same.

SHAREHOLDERS GRIEVANCES

The Company has designated an e-mail id viz. secretary@sdalloys.com to enable shareholders to contact in case of any queries/ complaints. The Company strives to resolve any complaint within 7 working days.

DISCLOSURES:

A. The Company has followed all relevant Accounting Standards while preparing the Financial Statements.

B. There are no cases where the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required during the Financial Year 2021-22.

C. No funds were raised by the Company through Preferential allotment or by way of a Qualified Institutions Placement during the F.Y 2021-22

D. the Company has obtained Certificate from Mr. Devesh Khandelwal, Practicing Company Secretary confirming that Directors have not been debarred or not been

disqualified from being appointed or continuing as Directors by SEBI/ MCA or any other authority.

F. The policy for determining material subsidiaries and related party transactions is available on our website www.sdalloys.com.

G. There are no shares lying in the demat suspense account or unclaimed suspense account.

H. During the financial year, no debt instruments or any fixed deposit programme or any scheme or proposal involving mobilization of funds, whether in India or abroad have been issued by the company and hence no credit ratings have been obtained by the entity.

Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

- a) No. of complaints filed during the financial year 2021-22 : 0
- b) No. of complaints disposed of during the financial year 2021-22: 0
- c) No. of complaints pending as on 31.03.2022: 0

VIGIL MECHANISM /WHISTLE BLOWER POLICY

Please refer point 27 of the Board Report.

STATUTORY AUDITORS

In the case of appointment of new auditors, the Audit Committee evaluates various audit firms based on approved criteria as given herein below. The Audit firms are required to make a presentation to this Committee. The Committee considers factors such as compliance with the legal provisions, number / nature / size and variation in client base, skill sets available in the firm both at partner level and staff level, international experience, systems and processes followed by the firm, training and development by the firm to its partners and staff, etc. during the process of evaluation. Based on merit and the factors mentioned above, the Committee finalizes the firm to be appointed and recommends the appointment of Auditors to the Board and shareholders for approval.

The above process was followed by the Company while appointing M/s Piyush J Shah & Co. as the Statutory Auditors of the Company.

M/s Piyush J Shah & Co., Chartered Accountants (Firm Registration No.) have been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, on consolidated basis are given below:

Particulars	Amount
Audit fees	2,15,000

There is no adverse Qualification by the Auditors' of the Company, please refer not 20(1) of Directors' Report.

Reporting of Internal Auditor: The Internal Auditor reports to the Audit Committee.

PROHIBITION OF INSIDER TRADING

Pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (SEBI Insider Trading Regulations) the Company has adopted its Securities Dealing Code ('Code') for prevention of insider trading. The objective of the Code is to prevent dealing in the shares of the Company by an Insider while in possession of information known only to them, and not yet made publicly available by the Company, which, when made publicly available, can materially impact the price of the Company's securities. The code lays down guidelines to the identified employees and creates the necessary framework for transacting in the Company's securities, seeking prior clearance for transactions wherever necessary, and a mechanism for periodical reporting of transactions. The objective of the Code is to prevent purchase and/or sale of shares of the Company by an Insider on the basis of unpublished price sensitive information. Under this Code, Designated Persons (Directors, Advisors, Officers and other concerned employees/ persons) are prevented from dealing in the Company's shares during the closure of Trading Window. To deal in securities beyond specified limit, permission of Compliance Officer is also required. All the Designated Employees are also required to disclose related information periodically as defined in the Code. Directors and designated employees who buy and sell shares of the Company are prohibited from entering into an opposite transaction i.e. sell or buy any shares the Company during the next six months following the prior transactions.

Pursuant to the enactment of the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018, the Company has suitably modified the provisions of the Code which are effective from 1st April 2019. Ms. Ami Doshi, Company Secretary has been designated as the Compliance Officer. Ms. Ami Doshi is the Chief Investor Relations Officer of the Company w.e.f. 01/04/2022.

The Company also formulated Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information which is available on Company's Website www.sdalloys.com

Awareness sessions/workshops on Governance practices:

Employees across the Company are being sensitized about the various policies and governance practices of the Company. The Company has in-house training workshops on Corporate Governance with the help of an external faculty covering basics of Corporate Governance as well as internal policies and compliances under Code of Conduct, Whistle Blower Policy, Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, SEBI Insider Trading Regulations, etc.

SECRETARIAL AUDIT AS PER SEBI REQUIREMENTS:

As stipulated by SEBI, a Qualified Practicing Company Secretary carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges. The Audit confirms that the total Listed and Paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form and in physical form. Appropriate actions are taken to continuously improve the quality of compliance. The Company also has adequate software and systems to monitor compliance.

SECRETARIAL AUDIT AS PER COMPANIES ACT, 2013:

Pursuant to the provisions of section 204(1) of the Act. M/s Khandelwal Devesh & Associates, Company Secretaries, conducts the secretarial audit of the compliance of applicable statutory provisions and the adherence of good corporate practices by the Company.

Pursuant to the SEBI circular dated 8th February 2019, the Company has obtained an annual secretarial compliance report from M/s Khandelwal Devesh & Associates, Company Secretaries, and has submitted the same to the Stock Exchanges within the prescribed timelines.

GROUP GOVERNANCE:

Since, currently company is having only one subsidiary companies and our subsidiary is following strong governance practices as prescribed by Parent company. The Company also periodically monitors transactions in subsidiary by way of receiving checklists from these companies.

Non-Compliance of any Requirement of Corporate Governance:

There are no instances of non-compliance of any requirement of Corporate Governance Report as mentioned in sub-paras (2) to (10) of Para (C) of Schedule V. The Company has been regularly submitting the quarterly compliance report to the Stock Exchanges as required under Regulation 27 of the SEBI (LODR) Regulations 2015.

CODE OF CONDUCT

The Company has laid down a Code of Conduct for all Board members and senior management personnel. The Code of Conduct is available on the website of the Company, www.sdalloys.com. The declaration of Chief Executive Officer & Managing Director is given below:

**To the Shareholders of
Sagardeep Alloys Limited**

Sub: Compliance with Code of Conduct

In terms of requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare and certify that all the Board members and senior management personnel of Sagardeep Alloys Limited have affirmed compliance with the code of conduct adopted by the Company for the year 2021-22.

Satish Mehta
Managing Director
(DIN: 01958984)

Date: 10th August 2022
Place: Santej (Kalol)

**CERTIFICATE ON CORPORATE GOVERNANCE TO THE MEMBERS OF SAGARDEEP
ALLOYS LIMITED**

To
The Members,
SAGARDEEP ALLOYS LIMITED,
Ahmedabad

I have examined the compliance of conditions of Corporate Governance by SAGARDEEP ALLOYS LIMITED for the Year Ended on March 31, 2022 as stipulated in Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the 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, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above- mentioned Listing Regulations. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For, Khandelwal Devesh and Associates,
Company Secretaries,

Devesh Khandelwal
Proprietor
FCS: 6897
COP No.:4202
UDIN: F006897D000778382

Place: Ahmadabad
Date: 10.08.2022

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,
SAGARDEEP ALLOYS LIMITED,
Santej Kalol,
Gandhinagar-382721

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sagardeep Alloys Limited (CIN: L29253GJ2007PLC050007) and having registered office Plot No. 2070 , Rajnagar Patiya , Santej Khatraj Road ,Santej Kalol Gandhinagar 382721 (hereinafter referred to as "the Company"), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my 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 me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	SatishkumarAsamal Mehta	01958984	13/02/2007
2.	Mehta JayeshkumarAshmal	02156140	05/05/2008
3.	Patel HemendrabhaiBhailal	01827562	28/08/2015
4.	Vinita Pankaj Maheshwari	07187365	28/08/2015
5.	JitendrakumarDhanjibhai Patel	07369309	23/02/2017
6.	Parimal Patwa	00093852	22/05/2020

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my 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, Khandelwal Devesh and Associates,
Company Secretaries,
Devesh Khandelwal
Proprietor
FCS: 6897,
COP No.:4202
UDIN: F006897D000778470

Place: Ahmedabad
Date: 10.08.2022

AOC-1

Statement containing silent features of the Financial Statement of Subsidiary Company (Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of the Companies (Accounts) Rules, 2014)

Part A Subsidiaries

Sr.No	Particulars	
1.	Name of Subsidiary	Sagardeep Engineers Private Limited
2.	Reporting Period	01 st April, 2021 to 31 st March, 2022
3.	Reporting Currency	INR(₹)
4.	Country	India
5.	Capital	1,43,00,000/-
6.	Reserves	Rs.3,64,11,095/-
7.	Total Assets	Rs.5,24,20,200/-
8.	Total Liabilities	Rs.5,24,20,200/-
9.	Total Investment	Rs.64,75,000/-
10.	Turnover/Total Income	Rs.9,38,500/-
11.	Profit Before Tax	Rs.5,28,784/-
12.	Provision for Taxation	Rs.1,00,529/-
13.	Profit after Taxation	Rs.4,28,255/-
14.	Proposed Dividend	Nil
15.	% of Shareholding	100%

SAGARDEEP ALLOYS LIMITED

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2022

Particulars			Note	Amount in (000's). 31-Mar-2022	Amount in (000's). 31-Mar-2021
I. ASSETS					
1 Non-current assets					
(a)	Property, plant & Equipment		02	98,813.98	1,06,013.14
(b)	Capital work in progress		03	30,919.52	28,210.51
(c)	Investment properties			-	-
(d)	Goodwill			-	-
(e)	Other intangible assets			-	-
(f)	Intangible assets under development			-	-
(g)	Biological assets other than bearer plants			-	-
(h)	Financial assets				
(i)	Investments in Subsidiaries		04	51,620.00	51,620.00
(ii)	Trade receivables			-	-
(iii)	Loans			-	-
(iv)	Others		05	1,986.22	1,873.13
(i)	Deferred tax assets (net)			-	-
(j)	Other Non-current assets			-	-
				1,83,339.72	1,87,716.78
2 Current assets					
(a)	Inventories		06	71,568.27	87,054.94
(b)	Financial assets				
(i)	Investments			-	-
(ii)	Trade receivables		07	1,03,018.15	69,764.98
(iii)	Cash and cash equivalents		08	50,157.99	504.08
(iv)	Bank balance other than (iii) above		09	1,614.58	1,614.58
(v)	Loans		10	21,902.42	24,482.04
(vi)	Others			-	-
(c)	Current tax assets (net)		11	3,443.10	1,287.08
(d)	Other current assets		12	15,779.45	21,941.92
				2,67,483.95	2,06,649.63
	Total Assets			4,50,823.67	3,94,366.40
II. EQUITY AND LIABILITIES					
1 Equity					
(a)	Equity share capital		13	1,70,574.00	1,70,574.00
(b)	Other equity		14	99,927.84	94,894.76
				2,70,501.84	2,65,468.76
2 Liabilities					
Non-current liabilities					
(a)	Financial liabilities				
(i)	Borrowings		15	24,470.54	16,189.76
(ia)	Lease Liabilities			-	-
(ii)	Trade payables			-	-
(iii)	Other financial liabilities (other than those specified in (ii))			-	-
(b)	Provisions		16	1,310.14	1,539.20
(c)	Deferred tax liabilities (net)		17	5,193.12	3,789.58
(d)	Other non-current liabilities			-	-
				30,973.80	21,518.54

3	Current liabilities				
(a)	Financial liabilities				
(i)	Borrowings	18	1,05,824.30	46,426.32	
(ia)	Lease Liabilities		-	-	
(ii)	Trade payables	19	33,957.98	45,705.55	
(iii)	Other financial liabilities (other than those specified in (ii))	20	3,813.16	14,386.45	
(b)	Other current liabilities		-	-	
(c)	Provisions	21	5,752.58	860.79	
(d)	Current tax liabilities (net)		-	-	
			1,49,348.03	1,07,379.11	
	Total Liability		4,50,823.67	3,94,366.40	

Summary of significant accounting policies

01 to 52

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For Piyush J. Shah & Co.

Chartered Accountants

FRN :- 121172W

Satish Ashmal

Vismay Shah

Mehta

Managing

CFO

Director

DIN :- 01958984

Arvind S. Vijayvargiya

Partner

M. No.:- 165063

Jayesh Ashmal

Ami Doshi

Mehta

Wholetime

Company Secretary

Director

DIN :- 02156140

Place :- Ahmedabad

Date :- 24th May, 2022

SAGARDEEP ALLOYS LIMITED
STANDALONE PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED
31ST MARCH, 2022

Particulars		Not e	Amount in (000's).	Amount in (000's).
			2021-22	2020-21
I.	Revenue from operations	22	9,06,784.73	6,54,837.93
II.	Other Income	23	1,960.49	3,454.07
III.	Total Income (I + II)		9,08,745.22	6,58,292.00
IV.	Expenses:			
	Cost of materials consumed	24	7,82,626.35	5,03,446.96
	Purchase of stock in trade	25	52,901.13	1,01,207.43
	Changes in Inventories of finished goods, stock in trade & WIP,	26	1,724.78	(249.93)
	Employee benefits expenses	27	8109.49	13,531.92
	Finance costs	28	10,546.93	8,161.86
	Depreciation and amortization expense		7,706.02	5,081.29
	Other expenses	29	37,521.62	26,365.66
	Total expenses (IV)		9,01,136.33	6,57,545.19
V.	Profit/(Loss) before exceptional items and tax (III-IV)		7,608.90	746.81
VI.	Exceptional items		-	-
VII	Profit/(Loss) before tax (V - VI)		7,608.90	746.81
VIII	Tax expenses			
	(1) Current tax		1,487.07	150.72
	(2) Deferred tax		1,403.54	(830.76)
	(3) Short / (Excess) Provision		-	(39.13)
IX.	Profit/(Loss) for the period from continuing operations (VII- VIII)		4,718.30	1,465.98
X.	Profit/(Loss) for the period from discontinued operations		-	-
XI.	Tax expenses of discontinued operations			
XII.	Profit/(Loss) after tax for the period from discontinued operations (X-XI)		-	-
XII I.	Profit/(Loss) for the period		4,718.30	1,465.98
XI V.	Other comprehensive income			
	A) (i) Items that will not be reclassified to profit or loss		314.78	102.13
	(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		-	-
XV	Total Comprehensive income for the period (XIII+XIV) (Comprising Profit/(Loss)		5,033.08	1,568.11
	and Other comprehensive income for the period)			

XII	Earnings per equity share (for continuing operations):			
	(1) Basic (Previous Year Restated)	30	0.28	0.09
	(2) Diluted (Previous Year Restated)		0.28	0.09
XII	Earnings per equity share (for discontinued operations):			
	(1) Basic		-	-
	(2) Diluted		-	-
XII	Earnings per equity share (for discontinued & continuing operations):			
	(1) Basic (Previous Year Restated)		0.28	0.09
	(2) Diluted (Previous Year Restated)		0.28	0.09

Summary of significant accounting policies

01 to 52

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For Piyush J. Shah & Co.

Chartered Accountants

FRN :- 121172W

Satish Ashmal Mehta

Managing Director

DIN :- 01958984

Vismay Shah

CFO

Arvind S. Vijayvargiya

Partner

Jayesh Ashmal Mehta

Wholetime Director

DIN :- 02156140

Ami Doshi

Company Secretary

M. No.:- 165063Place :- Ahmedabad

UDIN :- 22165063AJNRJC8889

Date: 24th May, 2022

SAGARDEEP ALLOYS LIMITED

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

Particulars	Amount in 000's.	AMOUNT IN 000's.
	31-Mar-2022	31-Mar-2021
Cash flow from operating activities		
Net profit before tax as per statement of profit and loss	7,608.90	746.81
Adjusted for:		
Depreciation & amortization	7,706.02	5,081.29
Interest income on loans & advances given	(570.78)	(2,745.00)
Interest & finance costs	10,546.93	8,161.86
Operating cash flow before working capital changes	25,291.07	11,244.97
Adjusted for:		
(Increase)/ decrease in Inventories	15,486.67	(1,069.45)
(Increase)/ decrease in trade receivables	(33,253.16)	(8,212.05)
(Increase)/ decrease in Other bank balances	-	(1,614.58)
Increase/ (decrease) in trade payables	(11,747.57)	28,478.93
Increase/ (decrease) in other current assets	4,006.45	15,024.73
Increase/ (decrease) in other current liabilities	(10,573.29)	(11,125.06)
Increase/ (decrease) in long term provisions	(229.05)	1,437.07
Increase/ (decrease) in short term provisions	4,519.51	(310.99)
Cash generated from / (used in) operations	(6,499.37)	33,853.56
Income taxes paid	(800.00)	(39.13)
Net cash generated from/ (used in) operating activities [A]	(7,299.37)	33,814.44
Cash flow from investing activities:	-	
Purchase of property plant & equipment	(4,463.97)	(20,038.83)
Sale of Assets	1,248.10	-
Interest income on loans & advances given	570.78	2,745.00
(Increase)/ decrease in long term loans and advances	(113.09)	-
(Increase)/ decrease in short term loans and advances	2,579.62	23,813.26
Net cash flow from/(used) in investing activities [B]	(178.56)	6,519.43
Cash flow from financing activities:	-	
Increase in / Repayment of Long-Term Borrowings	8,280.78	19,500.00
Increase in / Repayment of Short-Term Borrowings	59,397.98	(53,012.97)
Interest & finance costs	(10,546.93)	(8,161.86)
Net cash flow from/(used in) financing activities [C]	57,131.84	(41,674.84)
Net increase/(decrease) in cash & cash equivalents [A+B+C]	49,653.91	(1,340.97)
Cash & cash equivalents as at beginning of the period	504.08	1,845.05
Cash & cash equivalents as at end of the period (Refer Note: 08)	50,157.99	504.08
Cash & Cash equivalents consist of	31-Mar-22	31-Mar-21
Cash Balance	48.02	169.20
Current Account Balance	50,109.97	334.89
Total	50,157.99	504.08

Summary of significant accounting policies

01 to 52

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For Piyush J. Shah & Co.

Chartered Accountants

FRN :- 121172W

**Satish Ashmal
Mehta**

Vismay Shah

Arvind S. Vijayvargiya	Managing Director DIN :- 01958984	CFO
Partner		
M. No.:- 165063	Jayesh Ashmal Mehta	Ami Doshi
UDIN :- 22165063AJNRJC8889	Wholetime Director	Company Secretary
Place :- Ahmedabad	DIN :- 02156140	
Date :- 24th May, 2022		

Sagardeep Alloys Limited

Note: 1

Note: A

General Information:

Sagardeep Alloys Limited (CIN L29253GJ2007PLC050007) is incorporated under the Companies Act, 1956 with its registered office at Plot No. 2070, Rajnagar Patiya, SantejKhatraj Road, Santej, Kalol, Gandhinagar, Gujarat -382721.

The Company is engaged in the business of of Copper Items & Chemicals and Trading in Ferrous and Non Ferrous Metals

The financial statements for the year ended on 31st March, 2022 are approved by the Board of Directors and authorised for issue on 24th May, 2022.

Significant Accounting Policies

1. Statement of Compliance

The company has adopted all the Ind AS and the adoption was carried out in accordance with Ind AS 101, First Time Adoption of Indian Accounting Standard. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. Reconciliations and descriptions of the effect of the transitions have been summarised in the annexers attached.

2. Basis of Preparation and Presentation

i) The financial statements are prepared on historical cost basis in accordance with applicable Indian Accounting Standards (Ind AS) and on accounting principles of going concern except current investments which are measured at fair values. These financial statements have been prepared to comply with all material aspects with the Indian accounting standards notified under section 133 of the Act, (the "Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, and the other relevant provisions of the Act.

ii) Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policies hitherto in use.

iii) As the quarter and year figures are taken from the source and rounded to the nearest digits, the figures already reported for all the quarters during the year might not always add up to the year figures reported in this statement.

iv) All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12

months for the purpose of current classification of assets and liabilities.

3. Property, Plant and Equipments

Property, Plant and Equipment are stated at original cost (net of tax/duty credit available) less accumulated depreciation and impairment losses. Cost includes cost of acquisition, construction and installation, taxes, duties, freight, other incidental expenses related to the acquisition, and pre-operative expenses including attributable borrowing costs incurred during pre-operational period.

Subsequent costs are included in the assets' carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.

i) Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at deemed cost less accumulated depreciation. Freehold land is not depreciated.

ii) Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

iii) Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

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

v) Subsequent expenditures related to an item of Tangible Asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

vi) Assets which are not ready for their intended use on reporting date are carried as capital work-in-progress at cost, comprising direct cost and related incidental expenses.

Useful lives of the Property, Plant and Equipment as notified in Schedule II to the Companies Act, 2013 are as follows :

Buildings - 3 to 60 years

Plant and Equipments - 15 to 25 years

Furniture and Fixtures - 10 years

Vehicles - 8 to 10 years

Office Equipments - 5 to 10 years

4. Depreciation

i) Depreciation on tangible Fixed Assets is provided for on basis of useful life specified in Schedule II to the Act.

ii) Intangible assets such as Software are amortized in ten equal yearly installments

commencing from the year in which the tangible benefits start accruing to the Company from such assets.

iii) Depreciation is charged as per the provisions of Schedule II to the Act based upon useful life of assets. The useful life is adopted for the purpose of depreciation is as under.

5. Employee Benefits

Short-term employee benefits are recognized as an expense at the undis-counted amount in the Statement of Profit and Loss of the year in which the related service is rendered.

Post Employment and Retirement benefits in the form of Gratuity are considered as defined benefit obligations and are provided for on the basis of third party actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet. Every Employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972.

Employee benefits in the form of Provident Fund is considered as defined contribution plan and the contributions to Employees' Provident Fund Organization established under The Employees' Provident Fund and Miscellaneous Provisions Act 1952 is charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid.

6. Inventories

The cost of inventories have been computed to include all cost of purchases, cost of conversion and other related costs incurred in bringing the inventories to their present location and condition. The costs of Raw Materials, Stores and spare parts etc., consumed consist of purchase price including duties and taxes (other than those subsequently recoverable by the enterprise from the taxing authorities), freight inwards and other expenditure directly attributable to the procurement.

Stock of Finished goods is valued at lower of cost or net realisable value.

7. Revenue Recognition

The Company derives revenues primarily from sale of manufactured goods. Effective 01 April 2018, the Company has adopted Indian Accounting Standard 115 (Ind AS 115) - 'Revenue from contracts with customers' using the cumulative catch-up transition method, applied to contracts that were not completed as on the transition date i.e. 01 April 2018. Accordingly, the comparative amounts of revenue and the corresponding contract assets /liabilities have not been retrospectively adjusted. The effect on adoption of Ind-AS 115 was insignificant.

Sale of Goods: Revenue from sales of goods is recognized on transfer of significant risks and rewards of ownership to the customers. Revenue shown in the Statement of Profit and Loss excludes, returns, trade discounts, cash discounts, Goods & Service Tax.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

8. Cash Flow Statement

Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from regular revenue generating, financing and investing activities of the Company is segregated.

Cash and cash equivalents in the balance sheet comprise cash at bank, cash/cheques in hand

and short term investments with an original maturity of three months or less.

9. Financial Assets

- i) The Company classifies its financial assets as those to be measured sub-sequent at fair value (either through other comprehensive income, or through profit or loss), and those to be measured at amortized cost.
- ii) Trade receivables represent receivables for goods sold by the Company upto to the end of the financial year. The amounts are generally unsecured and are usually received as per the terms of payment agreed with the customers. The amounts are presented as current assets where receivable is due within 12 months from the reporting date.
- iii) A financial asset is derecognized only when the Company has transferred the rights to receive cash flows from the financial asset, or when it has transferred substantially all the risks and rewards of the asset, or when it has transferred the control of the asset.

10. Financial Liabilities

- i) Borrowings are removed from balance sheet when the obligation specified in the contract is discharged, cancelled or expired.
- ii) Trade Payables represent liabilities for goods and services provided to the Company upto to the end of the financial year. The amounts are unsecured and are usually paid as per the terms of payment agreed with the vendors. The amounts are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially and subsequently measured at amortised cost.
- iii) Financial assets and Financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

11. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred. The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset. The Company suspends capitalisation of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

12. Accounting for Taxes on Income

Tax expenses comprise of current tax and deferred tax including applicable surcharge and cess.

Current Income tax is computed using the tax effect accounting method, where taxes are accrued in the same

period in which the related revenue and expenses arise. A provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable.

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any un used tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profits against which the deductible temporary differences, and the carry forward un used tax credits and un used tax losses can be utilized.

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 Tax Assets and Deferred Tax Liabilities relate to taxes on income levied by same governing taxation laws.

Deferred tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income. As such, deferred tax is also recognised in other comprehensive income.

13. Investments

Non Current investments are stated at cost. Provision for diminution in the value of Non Current investments is made only if such a decline is other than temporary.

14. Research & Development Expense

Revenue expenditure pertaining to research is charged to the Profit and Loss Statement. Development costs of products are charged to the Profit and Loss Statement if any.

15. Impairment

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

16. Government Grants

- i) Grants are accounted for where it is reasonably certain that the ultimate collection will be made.
- ii) Grants relating to Fixed Assets in the nature of Project Capital Subsidy are credited to that particular project.
- iii) Others are credited to Statement of Profit and Loss.

17. Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the

reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

18. Provisions, Contingent Liabilities and Contingent Assets

Provision is recognized in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote, if any.

Contingent assets are neither recognized nor disclosed in the financial statements.

19. Earning Per Share

i) Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

Statement of Standalone changes in equity
For the period ended March 31, 2022

01.

A Equity Share Capital:

Particulars	Not e No	As at 31-03-2022	As at 31-03-2021
Balance at the beginning of the reporting period	13	1,70,574	1,70,574
Chnages in Equity Share Capital due to prior period errors		-	-
Restated balance at the beginning of the current reporting period		1,70,574	1,70,574
Changes in equity share capital during the current year			
Balance at the end of the year		1,70,574	1,70,574

B Other Equity:

Particulars	Share applic ation mone y pendi ng allot ment	Equity compo nent of compo und financi al instru ments	Reserves & Surplus		Other Compr ehensi ve Income	Mon ey rece ived agai nst shar e warr ants	Total
			Securities premium reserves	Retained earnings			
Balance as at April 01, 2021	-	-	21,734.56	73,058.07	102.13	-	94,894.76
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	21,734.56	73,058.07	102.13	-	94,894.76
Profit/(Loss) for the period	-	-	-	4,718.30	-	-	4,718.30
Reclassification of OCI into Retained earning	-	-	-	-	-	-	-
Other comprehensive income for the year	-	-	-	-	314,78	-	314.78
Total comprehensive income for the year	-	-	-	4,718.30	314,78	-	5,033.08
Balance as at March 31, 2022	-	-	21,734.56	77,776.37	416.91	-	99,927.84

Balance as at April 01, 2020	-	-	78,592.56	71,592.09	-	-	1,50,184.65
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	78,592.56	71,592.09	-	-	1,50,184.65
Profit/(Loss) for the period	-	-	-	1,465.98	-	-	1,465.98
Reclassification of OCI into Retained earning	-	-	-	-	102.13	-	102.13
Utilized towards issue of Bonus Shares	-	-	(56,858.00)	-	-	-	(56,858.00)
Other comprehensive income for the year	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	1,465.98	102.13	-	1,568.11
Balance as at March 31, 2021	-	-	21,734.56	73,058.07	102.13	-	94,894.76

02 Property, Plant and Equipment as at 31st March, 2022

				Gross Block				Accumulated Depreciation / Amortization				Amount's in (000's)	
	Description of Assets	Useful life (In Years)	Shift Operated	Balance as at 01-Apr-21	Additions during the period	Deletions during the period	Balance as at 31-Mar-22	Balance as at 01-Apr-21	Provided during the period	Deletions during the period	Balance as at 31-Mar-22	Balance as at 31-Mar-22	Balance as at 31-Mar-21
A	Tangible Assets												
(a)	Own Assets												
	Buildings												
	Factory at Santej	30.00	Single	6,891.97	-	-	6,891.97	2,278.81	219.16	-	2,497.96	4,394.01	4,613.16
	Bandhu Samaj	30.00	Single	7,834.28	-	-	7,834.28	2,284.58	264.27	-	2,548.85	5,285.43	5,549.71
	Supath 2 -Complex	30.00	Single	505.35	-	-	505.35	42.62	16.00	-	58.62	446.73	462.73
	Shed at Rakhial	30.00	Single	1,177.19	-	-	1,177.19	405.59	41.81	-	447.39	729.80	771.60
	Building Others	30.00	Single	3,345.41	11.60	-	3,357.02	26.73	188.99	-	215.72	3,141.30	3,318.68
	Shed at Jagannath Estate	30.00	Single	742.39	-	-	742.39	89.31	23.67	-	112.98	629.41	653.08
				20,496.59	11.60	-	20,508.20	5,127.63	753.89	-	5,881.51	14,626.68	15,368.97
	Plant & Machinery												
	Plant & Machinery	15.00	Single	65,376.67	364.25	1,248.10	64,492.82	10,319.06	4,177.61	22.73	14,473.95	50,018.87	55,057.61
	Analytical Machine	15.00	Single	1,012.10	-	-	1,012.10	713.15	53.24	-	766.39	245.71	298.95
	Crane	15.00	Single	1,050.00	-	-	1,050.00	139.20	66.50	-	205.70	844.31	910.81
	Plant & Machinery - Lunej	15.00	Single	28,181.92	-	-	28,181.92	12,238.98	1,816.73	-	14,055.71	14,126.21	15,942.94
				95,620.69	364.25	1,248.10	94,736.84	23,410.39	6,114.08	22.73	29,501.75	65,235.09	72,210.30
	Furniture & Fittings												
	Almonard Air Fan	10.00	Single	80.34	-	-	80.34	12.73	7.63	-	20.37	59.97	67.60
	Furniture & Fixtures	10.00	Single	15.60	-	-	15.60	14.82	-	-	14.82	0.78	0.78
				95.94	-	-	95.94	27.56	7.63	-	35.19	60.75	68.39
	Office Equipment												
	Air Conditioner	5.00	Single	465.56	-	-	465.56	263.65	72.95	-	336.60	128.96	201.91
	CCTV	10.00	Single	60.18	-	-	60.18	23.94	11.43	-	35.37	24.81	36.25
	R O Plant	10.00	Single	168.75	-	-	168.75	46.50	32.06	-	78.56	90.19	122.26
	Water Cooler	10.00	Single	31.95	-	-	31.95	10.55	6.06	-	16.60	15.35	21.40
	Refrigerator	10.00	Single	119.60	-	-	119.60	61.60	22.72	-	84.33	35.27	58.00
	Water Dispenser	5.00	Single	14.70	-	-	14.70	13.97	-	-	13.97	0.73	0.73
	Metal Detector	5.00	Single	2.20	-	-	2.20	0.70	0.42	-	1.11	1.09	1.50
	Television	5.00	Single	15.75	-	-	15.75	4.16	2.99	-	7.15	8.60	11.60
	Amazon Fire Stick	5.00	Single	3.39	-	-	3.39	1.08	0.64	-	1.73	1.66	2.31
	Temperature Meter	5.00	Single	4.00	-	-	4.00	0.68	0.76	-	1.44	2.56	3.32
	Mixer Grinder	5.00	Single	2.54	-	-	2.54	0.28	0.48	-	0.76	1.78	2.26
	Mobile Phones	5.00	Single	233.42	83.87	-	317.30	133.95	35.04	-	168.98	148.31	99.48
	Washing Machine	5.00	Single	23.70	-	-	23.70	8.02	4.50	-	12.52	11.18	15.68
	Shutter	5.00	Single	12.90	-	-	12.90	2.04	2.45	-	4.49	8.41	10.87
	Sofa Chair	5.00	Single	6.70	-	-	6.70	0.30	0.95	-	1.26	5.44	6.40
				1,165.35	83.87	-	1,249.22	571.40	193.47	-	764.87	484.35	593.95
	Motor Vehicles												
	Motor Car	8.00	Single	4,621.93	1,259.23	-	5,881.15	3,721.32	619.30	-	4,340.61	1,540.54	900.61
	Other Vehicles	10.00	Single	128.70	-	-	128.70	120.48	1.79	-	122.27	6.43	8.22
				4,750.62	1,259.23	-	6,009.85	3,841.79	621.09	-	4,462.88	1,546.97	908.83
	Computers and Data Processing Units												
	Computers and Printer	3.00	Single	560.19	36.02	-	596.21	467.84	23.94	-	491.79	104.42	92.35
	Laptop	3.00	Single	65.68	-	-	65.68	1.40	12.48	-	13.88	51.80	64.28
	Printer Canon LBP 151 DW	3.00	Single	11.42	-	-	11.42	1.12	2.17	-	3.29	8.13	10.30
				637.29	36.02	-	673.31	470.37	38.59	-	508.96	164.35	166.93
	Land												
		-	-	16,695.78	-	-	16,695.78	-	-	-	-	16,695.78	16,695.78
	Total (A)	-	-	1,39,462.27	1,754.97	1,248.10	1,39,969.14	33,449.13	7,728.75	22.73	41,155.15	98,813.98	1,06,013.14
B	Capital Work In Progress												
	Buildings												
	Bandhu Samaj (WIP)	-	-	13,304.30	-	-	13,304.30	-	-	-	-	13,304.30	13,304.30
	Factory Shed (WIP)	-	-	8,955.67	-	-	8,955.67	-	-	-	-	8,955.67	8,955.67
	Plant & Machinery												
	Plant & Machinery (WIP)	-	-	3,467.20	2,709.00	-	6,176.20	-	-	-	-	6,176.20	3,467.20
	Plot No. 3529 Plant and machinery	-	-	2,483.35	-	-	2,483.35	-	-	-	-	2,483.35	2,483.35
	Total (B)	-	-	28,210.51	2,709.00	-	30,919.52	-	-	-	-	30,919.52	28,210.51
	Grand Total (A+B)	-	-	1,67,672.78	4,463.97	1,248.10	1,70,888.65	33,449.13	7,728.75	22.73	41,155.15	1,29,733.50	1,34,223.65

Sub Note:

- Company has started its plant at Lunej, Khambhat in July, 2014 in a premise which was taken on rent. Initially, the promoters of the company were intending to purchase the whole plant including land & building but there was problem in the clearance of title deed. Therefore, the company entered into a rent agreement with the seller for using the said premise for a period of 11 months and to acquire the plant later on when the title is cleared in the name of the seller. The company invested approximately Rs. 3.00 Crores in plant & machineries for commencing its business activities. As the seller could not clear property title in his name even after completion of a year and it was apparent that seller was delaying the sale process unnecessarily, Company decided to leave the project and shut down plant. Company carried out its last transaction in June 2015 and since then Company has neither done any manufacturing nor carried out any sale transaction in business. During period from July 2014 to June 2015, company made total turnover of Rs. 83.29 Lacs (approx) and Company realized the amount of Rs. 74 Lacs (approximately). At present plant is in the possession of Land Owner and Company is planning to sold out its all assets related with plant as it is not viable for the company to do the business. In June 2015 plant possession was taken by the land owner and stocks of Rs. 9.00 Lacs (approximately) were lying in the factory. At present plant is not working but company is regularly filing its Excise Return.

03 Capital work in progress:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Capital work in progress		
Tangible Assets	8,659.55	5,950.54
Buildings	22,259.97	22,259.97
TOTAL ` :	30,919.52	28,210.51

CWIP Aging Schedule(Current Year):

Particulars	Amount in Rs. (CWIP for a period of)				Total
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	
Project in Progress	2,709.00	5,950.54	6,103.36	16,156.61	30,919.52
Project temporarily suspended	-	-	-	-	-
TOTAL ` :					30,919.52

CWIP Aging Schedule(Previous Year):

Particulars	Amount in Rs. (CWIP for a period of)				Total
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	
Project in Progress	1,17,23,626.00	1,00,79,215.00	64,07,672.00	-	2,82,10,513.00
Project temporarily suspended	-	-	-	-	-
TOTAL ` :					2,82,10,513.00

Note : 1 Cost of Property, Plant & Equipment and pre-operative expenses, being technical matter, are capitalized or allocated to Capital work in progress on the basis of data certified by technical person & the Management.

04 Non-Current Investments:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Investments in Equity Instruments		
Shares of Wholly owned Subsidiary Companies (At Cost)	51,620.00	51,620.00
TOTAL	51,620.00	51,620.00

Investments in Equity Instruments

Sr. No.	Name of the Company	Quoted /
---------	---------------------	----------

		Unquoted
1	Sagardeep Engineers Private Limited	Unquoted

05 Financial assets – Others

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Security Deposits	1,986.22	1,873.13
TOTAL	1,986.22	1,873.13

06 Inventories:

Particulars	As At 31-03- 2022	As At 31-03- 2021
	Amount In 000's	Amount In 000's
Raw Material	529,48.39	66710.27
Finished Goods	16175.14	1,83,11.03
Traded Goods	63.961	70.450
Work In Progress	2380.79	1963.18
(Inventories are taken, valued and certified by the management)		
TOTAL	71,568.27	87,054.94

07 Trade Receivables:

Particulars	As At 31-03- 2022	As At 31-03- 2021
	Amount In 000's	Amount In 000's
Unsecured		
Considered Good	1,03,018.15	69,764.98
Considered doubtful	-	-
	1,03,018.15	69,764.98
Less: Allowance for doubtful debts	-	-
TOTAL	1,03,018.15	69,764.98

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade Receivables - Considered Good	53,152.77	27,651.91	22,038.24	35.00	140.22	1,03,018.14
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(v) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade Receivables - Considered Good	69,189.22	21.63	38.90	515.22	-	69,764.98
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(v) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

08 Cash & cash equivalents:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Cash on hand	48.02	169.20
Balance with Banks	50,109.97	334.89
TOTAL `:	50,157.99	504.08

09 Bank balance other than (08) above:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Fixed Deposits with Banks	1614.582	1614.582
TOTAL `:	1614.582	1614.582

10 Loans:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Advances to Outsiders		
Advances to Suppliers	21,902.42	24,482.04
TOTAL `:	21,902.42	24,482.04

11 Current tax assets:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Receivable from Government		
Advance Tax Inclu. TDS and TCS	1,897.38	710.39
Income Tax Refund Receivables	1,545.71	576.69
TOTAL `:	3,443.10	1,287.08

12 Other current assets:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Advances to Others		
Advances to Suppliers (Refer Sub Note:1)	14,521.36	18,810.57
GST Receivable	-	2,492.33
Other Receivables	-	450.00

Prepaid Expenses (Refer Sub Note : 2)	-	
	12,58.10	1,89.03
TOTAL	15,779.45	21,941.92

Sub Note: 1

Advance to supplier is taken as certified by the management. No security have been given against the same.

Sub Note: 2

Prepaid expenses includes Prepaid Insurance, Membership, Internet etc.

13 Equity share capital:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In (Rs)	Amount In (Rs)
Authorized : Equity shares 20,000,000 of Rs.10 Each	2,00,000.00	2,00,000.00
Issued, Subscribed and Paid up : Equity shares 17,057,400 of Rs.10 Each	1,70,574.00	1,70,574.00
TOTAL :	1,70,574.00	1,70,574.00

13.1 Shareholding of Promoters:

Shares held by promoters at the end of the year				% Change during the year
Sr No.	Promoter Name	No. of Shares	% of Total Shares	
1	Jayeshkumar Ashmal Mehta	26,27,250	15.40	-
2	SatishKumar Asamal Mehta	23,67,825	13.88	-
3	Asamal Siremal Mehta	22,00,425	12.90	-
4	Mehta Ugamben Asamal	15,60,900	9.15	-
5	Mehta Aashmalji Siremalji Huf	8,23,500	4.83	-
6	Sangita S Mehta	4,94,250	2.90	-
7	Rekha J Mehta	4,30,500	2.52	-
8	Satish A Mehta Huf	3,28,500	1.93	-
9	Jayesh Ashmalji Mehta Huf	3,10,500	1.82	-
10	Mehta Harish Aashmalji	1,92,000	1.13	-
11	Rameshbhai Asamal Mehta	1,53,000	0.90	-
12	Rinika Harishkumar Mehta	1,18,500	0.69	-

13.2 The Details of Shareholder holding more than 5%

Shares

Name Of Shareholder	As At 31-03-2022		As At 31-03-2021	
	No. Of Shares	% Held	No. Of Shares	% Held
Asamalji S. Mehta	22,00,425	12.90	22,00,425	12.90
Ashok Devji Parmar	-	-	-	-
Jayesh A. Mehta	26,27,250	15.40	26,27,250	15.40
Sagardeep Engineers Pvt Ltd	9,50,250	5.57	9,50,250	5.57
Satish A. Mehta	23,67,825	13.88	23,67,825	13.88
Ugamdevi A. Mehta	15,60,900	9.15	15,60,900	9.15
	97,06,650	56.91	97,06,650	56.91

13.3 The Reconciliation of No. of shares outstanding is set out below:

Name Of Shareholder	As At 31-03-2022		As At 31-03-2021	
	No.	Amount In `	No.	Amount In `
At the beginning of the year	1,70,57,400	17,05,74,000	1,13,71,600	11,37,16,000
Add: Bonus Issue			56,85,800	5,68,58,000
Equity Shares at the end of the year	1,70,57,400	17,05,74,000	1,70,57,400	17,05,74,000

13.4 Rights, Preferences and restrictions attached to shares

Equity Share

The company has one class of equity share having a par value of Rs 10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of directors is subject to the approval of shareholders in the ensuing Annual general meeting, except in case of interim dividend. In the case of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

14 Other equity:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's)	Amount In 000's)
Profit & Loss A/c		
Opening Balance	73,058.07	71,592.09

Add: Profit for the year	4,718.30	1,465.98
Closing Balance	77,776.37	73,058.07
Other Comprehensive Income		
Opening Balance	102.13	-
Add: Profit for the year	314.78	102.13
Closing Balance	416.91	102.13
Share Premium Account		
Opening Balance	21,734.56	78,592.56
Add: Addition/(deletion)		(56,858.00)
Closing Balance	21,734.56	21,734.56
TOTAL :	9,99,27,834	9,48,94,759

Retained Earnings: Retained earnings are the profits that the Company has earned till date less any transfers to general reserve, dividends, utilisations or other distributions paid to shareholders.

Other Comprehensive Income: The fair value change of the investments measured at fair value through other comprehensive income recognised through Other Comprehensive Income. Upon derecognition the cumulative fair value changes on the said investments except equity investments are reclassified to the Statement of Profit and Loss. Accumulated gain or loss on employee benefits also recognised through other comprehensive income.

Securities Premium: The amount received in excess of face value of the equity shares is recognised in Securities Premium.

15 Borrowings:

Particulars	As At 31-03-2022 Amount In (Rs)	As At 31-03-2021 Amount In (Rs)
Secured Borrowing:		
Emergency Credit Line Guarantee Scheme (Sub Note -1)	24,470.54	16,189.76
TOTAL	24,470.54	16,189.76

Sub Note : 1

i) Outstanding loan is given by Axis Bank based on the guidelines issued by the government of India for emergency credit line to the industries.

ii) Extension of charge / security interest in relation to all assets (Both Primary & Collateral) And Personal/ Corporate Guarantee of promoter / property owner at the rate

of 8.75% p.a.

16 Provisions:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In (000's)	Amount In (000's)
Provision for Employee Benefit	1,310.14	1,539.20
TOTAL `	1,310.14	1,539.20

17 Deferred Tax Liabilities

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In (000's)	Amount In (000's)
Deferred Tax Liabilities		
DTL on Difference between written down value of property, plant and equipment and capital work-in-progress as per books of accounts and income tax	5,715.78	4,171.66
DTL on Expenses claimed for tax purpose on payment basis	(522.66)	(382.08)
DTA on Other assets	-	-
TOTAL `	5,193.12	3,789.58

18 Financial liabilities - Borrowings:

Particulars	As At 31-03-2022	As At 31-03-2021
Loans Repayable on Demand - From Banks		
Working Capital Loans - Secured (Sub Note -1)	1,05,824.30	46,426.32
TOTAL `	1,05,824.30	46,426.32

Sub Note : 1

- AXIS Bank C.C. outstanding as on March 31, 2022 is secured against Hypothecation of all current assets of the company (present and future), Plant & Machinery, Furniture and Fixtures, office equipment and other class of movable assets except vehicles financed by other banks.
- Collateral Security by Equitable mortgage of Factory Land & Building situated at block no. 2070, Village -Santej, Taluka Kalol, District-Gandhinagar.
- Interest rate on C.C. is 7.85% and directors have given their personal guarantee for the same.

19 Financial liabilities - Trade Payables :

Particulars	As At 31-03-2022	As At 31-03-2021
Creditors for Goods	33,957.98	45,705.55

TOTAL ` :	33,957.98	45,705.55
------------------	------------------	------------------

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) MSME	-	-	-	-	-
(ii) Others	30,142.68	3,815.30	-	-	33,957.98
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) MSME	45,705.55	-	-	-	45,705.55
(ii) Others					-
(iii) Disputed dues-MSME					-
(iv) Disputed dues- Others					-

Sub Note: 1

Trade Payable as on March 31, 2022 is taken as certified by management. No security have been given for the same.

Sub Note: 2

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year or on balance brought forward from previous year.

20 Other financial

Liabilities:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Other Payables (Refer Sub Note: 1)	3,813.16	11,076.20

Current Maturities of Long Term Debts	3,813.16	11,076.20
	-	3310.242
	-	3310.242
TOTAL ` :	3813.16	1,43,86,446

Sub Note : 1

Other Payables Include Creditors for Expenses and Capital Goods and Advances From Customers.

21 Current liabilities - Provisions:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000's	Amount In 000's
Payable to Government	5,225.47	509.24
Provision for Employees	95.02	32.47
Payable to Others	432.10	319.08
TOTAL ` :	5,752.58	860.79

22 Revenue From Operations:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In 000's	Amount In 000's
Revenue from Sale of Products	10,64,141.77	7,68,633.31
Revenue from Chanasma Sales	2,400.00	1,200.00
Revenue from Job Work	1,827.86	1,741.29
Packing and Forwarding	1,324.78	917.11
	10,69,694.42	7,72,491.71
Less: GST on Sales	1,62,909.68	1,17,653.78
TOTAL ` :	9,06,784.73	6,54,837.93

23 Other Income:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In 000's	Amount In 000's
Interest Income	570.78	2,745.00
Sundry Balances Written		24.10

off	24,096	
Foreign Exchange Gain		99.48
	99,485	
Rent Income	1,164.00	
		444.00
Prior Period	102.13	
Income		-
Rate Difference	-	
		76.68
TOTAL ` :	1,960.49	3,454.07

24 Cost of Materials Consumed:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In 000's	Amount In 000's
Opening Stock	66,710.27	65,890.75
Add: Purchases	7,68,253.45	5,03,003.47
Add: Labour Purchase	611.01	1,263.02
	8,35,574.74	5,70,157.23
Less Closing Stock	52,948.39	66,710.27
TOTAL ` :	7,82,626.35	5,03,446.96

25 Purchase of stock in trade:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In 000's	Amount In 000's
Purchases of goods	52,901.13	1,01,207.43
TOTAL ` :	52,901.13	1,01,207.43

26 Changes in Inventories:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In (Rs)	Amount In (Rs)
At the end of the year:		
Finished Goods	16,175.14	18,311.03
Work-In-Progress	2,380.79	1,963.19
Traded Goods	63.96	70.45
	18,619.89	20,344.67
At the beginning of the year:		
Finished Goods	18,311.03	18,086.09
Work-In-Progress	1,963.19	1,939.07
Traded Goods	70.45	69.59
	20,344.67	20,094.74
(Increase)/Decrease in Inventories		
Finished Goods	2,135.90	(224.95)
Work-In-Progress	(417.60)	(24.12)
Traded Goods	6.49	(0.87)
TOTAL	1,724.78	(249.93)

27 Employee Benefit Expense:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In (Rs)	Amount In (Rs)
Bonus Expenses	647.02	422
Director's Remuneration	1800.00	1,800.00
Gratuity Expenses	250.40	1,674
Contribution to Provident Fund and other Funds	71.38	93
Salary & Wages Expenses	4,908.85	9,229
Staff Welfare Expenses	431.83	315
TOTAL	8,109	13,532

28 Finance Cost:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In 000's	Amount In 000's
Interest on Short-Term Loans from		

Banks	7,092.70	6,884.84
Interest on Gst and Vat		-
	316.31	
Interest on Long-Term Loans from Banks	1,708.67	1070.64
Loan Processing Fees		0.41
	1,402.40	
Other Borrowing Costs		205.99
	26.85	
TOTAL	10,546.93	8,161.86

Sub Note: 1 Interest Expenses are net of interest capitalized in Fixed Assets.

29 Other Expenses:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In 000's	Amount In 000's
A) Manufacturing Expenses		
Other Manufacturing Expenses	885.93	619.61
Labour Charges	6,839.91	867.63
Power , Fuel & Utilities Expenses	17,558.81	11,902.77
Repairs & Maintanance Expenses	2,414.70	1,150.47
Stores , Spares & Packing Material Consumed	128.08	28.14
	27,827.43	14,568.63
B) Administrative , Selling & Other Expenses		
Freight Expenses	1,800.83	1,110.30
Indirect Duty Expenses	-	8,441.42
Insurance Expenses	161.80	236.29
Legal & Professional Fees	787.47	876.00
Loss on Sale Of Asset	1,248.10	-
Misc Expense	42.70	29.54
Office Expenses	216.89	191.07
Postage , Telephone & Computer Expenses	95.00	129.38

Prior Period Expense		100
Rent Expense	600	-
Security Expenses	302.99	24.19
Selling & Distribution Expenses	56.64	119.77
Stationery & Printing Expenses	21.96	34.10
Sundry Balances Written Off	3,890.40	-
Statutory Audit Fees	215.00	250.00
Penalty/interest Expenses	254.41	255.00
	9,694.19	11,797.03
TOTAL :	37,521.62	26,365.66

30 Earning Per Share :

Particulars	For the year 2021-22	For the year 2020-21
	Amount In (Rs)	Amount In (Rs)
Basic Earning Per Share	0.28	0.09
Diluted Earning Per Share	0.28	0.09
Nominal Value Per Share	Rs. 10.00	Rs. 10.00

Earning Per share is calculated by dividing the Profit/(Loss) attributable to the Equity Shareholders by the weighted average number of Equity Shares outstanding during the year. The numbers used in calculating basic and diluted earning per Equity Share as stated below.

Particulars	For the year 2021-22	For the year 2020-21
	Amount In (Rs)	Amount In (Rs)
Profit / (Loss) after taxation	47,18,294	15,68,111
Net Profit / (Loss) attributable to Equity Shareholders	47,18,294	15,68,111
Weighted Average Number of shares outstanding during the year	1,70,57,400	1,70,57,400

31 Financial and Derivative Instruments

Capital Management

- 1) The company's objective when managing capital is to:
 - Safeguard its ability to continue as a going concern so that the Company is able to provide maximum return to stakeholders and benefits for other stakeholders.
 - Maintain an optimal capital structure to reduce the cost of capital.
 The company's Board of director's reviews the capital structure on regular basis. As part of this review the board considers the cost of capital risk associated with each class of capital requirements and maintenance of adequate liquidity.

Disclosures

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note provided hereunder :

Categories of Financial Instruments

Particulars	As at 31st March,2022	As at 31st March,20 21
Financial Assets Measured at Amortised Cost		
1) Trade Receivables	1,03,018.15	69,764.98
2) Cash & Cash Equivalents	51,772.57	2,118.66
3) Loans	36,423.77	43,292.60
4) Other Financial Assets	17,765.67	23,815.05
5) Investments	51,620.00	51,620.00
Financial Liabilities Measured at Amortised Cost		
1) Borrowings	1,30,294.84	62,616.08
2) Trade Payables	33,957.98	45,705.55
3) Other Financial Liabilities	3,813.16	14,386.45

- 2) **Fair Value Measurement :**

This note provides information about how the Company determines fair values of various financial assets. Fair Value of financial assets and liabilities that are not measured at fair value (but fair value disclosures are required). Management considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values.

3) Financial Risk Management Objectives

While ensuring liquidity is sufficient to meet Company's operational requirements, the Company's financial management committee also monitors and manages key financial risks relating to the operations of the Company by analyzing exposures by degree and magnitude of risks. These risks include market risk (including currency risk and price risk), credit risk and liquidity risk.

Market

Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate, currency risk and other price risk, such as commodity price risk and equity price risk. Financial instruments affected by market risk include FVTPL investments, trade payables, trade receivables, etc.

Liquidity Risk

The Company manages liquidity risk by maintaining sufficient cash and cash equivalents including bank deposits and availability of funding through an adequate amount of committed credit facilities to meet the obligations when due.

Management monitors rolling forecasts of liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, liquidity management also involves projecting cash flows considering level of liquid assets necessary to meet obligations by matching the maturity profiles of financial assets & liabilities and monitoring balance sheet liquidity ratios.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in 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. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	Due in 1 Year	Due after 1 Year	Total
As at 31st March, 2022			
Borrowings	1,30,294.84	-	1,30,294.84
Trade Payables	30,142.68	3,815.30	33,957.98
Other Financial Liabilities	3,813.16		3,813.16
Total	1,64,250.69	-	1,64,250.69
As at 31st March 2021			
Borrowings	62,616.08	-	62,616.08
Trade Payables	45,705.55	-	45,705.55
Other Financial Liabilities	14,386.45	-	14,386.45
Total	1,22,708.08	-	12,27,08,078

Trade Receivables

The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation.

Particulars	Due in 1 Year	1 year - 3 years	More than 3 Years	Total
As at 31st March, 2022				
1) Trade Receivables	80,804.68	22,073.24	140.22	1,03,018.14
2) Cash & Cash Equivalents	50,157.99	1,614.58	-	51,772.57
3) Loans	-	21,902.42	-	21,902.42
4) Other Financial Assets	17,765.67	-	-	17,765.67
5) Investments	-	-	51,620.00	51,620.00
Total	1,48,728.34	45,590.24	51,760.22	2,46,078.80
As at 31st March 2021				
1) Trade Receivables	69,764.98	-	-	69,764.98
2) Cash & Cash Equivalents	504.08	1614.582	-	2118.662
3) Loans	-	4,32,92.60	-	43292.60
4) Other Financial Assets	23,815.05	-	-	23,815.05
5) Investments	-	-	51620.00	51620.00
Total	9,40,84,112	44907.186	51620.00	190611.30

32 Related Party

Disclosures:

3 Related Parties & their Relationship

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As per IND AS 24, the disclosures of transactions with the related parties are given below:

i) List of Related parties where control exists and related parties with whom transactions have taken place and relationships:

Sr. No.	Name of Related Parties	Relationship
(i)	Satish Asamal Mehta	Managing Director
(ii)	Jayesh Asamal Mehta	Director
(iii)	Sagardeep Engineers Private Limited	Wholly Owned Subsidiary

(iv)	Krishnakant P. Somani	Key Managerial Person
(v)	Nayan Pitroda	Key Managerial Person
(vi)	Priya Raval	Key Managerial Person

32 Transactions with Related Parties

2

Particulars	Nature of Transaction	Amount
Satish A. Mehta	Salary	900.00
	Rent	600.00
Jayesh A. Mehta	Salary	900.00
Krishnakant P. Somani	Salary	119.19
Priya A. Raval	Salary	77.99
Sagardeep Engineers Private Limited	Interest	-
	Borrowings	699.12
	Repayment	102.28

##Only those related party names are mentioned with whom transactions have took place during the year.

33 Payment to Auditor :-

Particulars	For the year 2021-22	For the year 2020-21
Audit Fees	215.00	250.00

The above mention amount is excluding GST.

- 34** The outbreak of COVID-19 pandemic globally and in India is causing significant disturbance and slow down of economic activity, COVID 19 has caused interruption in production, supply chain disruption, unavailability of personnel, etc. during last week of March, 2020 and thereafter. The management of the Company has exercised due care in concluding significant accounting judgments and estimates in preparation of the financial results In assessing the recoverability of Trade receivables, the Company has considered subsequent recoveries, past trends, credit risk profiles of the customers and internal and external information available up to the date of issuance of these financial results. In assessing the recoverability of inventories, the Company has considered the latest selling prices, customer orders on hand and margins. Based on the above assessment, the Company is of the view that the carrying amounts of Trade receivables and inventories are expected to be realisable to the extent shown in the financial results The impact of COVID-19 may be different from the estimates as at the date of approval of these financial results and the Company will continue to closely monitor the development.

- 35** Certain Balance of Debtors, Creditors, and Loans & Advances for Capital expenditures are non- moving / sticky .However in view of the management, the same is recoverable / payable. Hence no provision for the same is made in the books of accounts.
- 36** In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business and the provisions for depreciation and all known and ascertained liabilities are adequate and not in excess of the amounts reasonably necessary.
- 37** The balance confirmation from the suppliers, customers as well as to various loans or advances given has been called for, but the same are awaited till the date of audit. Thus, the balances of receivables, trade payables as well as loans and advances have been taken as per the books of accounts submitted by the company and are subject to confirmation from the respective parties.
- 38** As informed to us, the Contingent Liability is NIL.
- 39** Previous year's figures have been regrouped and rearranged wherever necessary.
- 40 Segment Reporting**
The Company has a business segment other than Manufacturing of Copper Pipes, however it fails to fulfil the Segment Reporting criteria. So Segment Reporting is not done.

41 Tax Reconciliation

Income Tax Recognised in statement of Profit and Loss	As at 31st March, 2022	As at 31st March, 2021
Current tax		-
In Respect of the Current year	1487.07	150.715
Short/Excess Provision of Earlier years	-	(39.13)
Deferred Tax (Credit)/Charged	1403.54	(830.76))
Total Income tax expense recognised in respect of continuing Operations	2890.603	(719.17)

The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	As at 31st March, 2022	As at 31st March, 2021
Profit Before Taxes	7608.897	746.811
Enacted Tax Rate in India	26%	26%
Expected income tax benefit/(expense) at statutory tax rate	1487.067	150.715
Effect of: Deferred tax(credit) /Charged	1403,54	(830.760)
Income taxes recognised in the Statement of Profit and	2890,603	(680.045)

Loss

The Tax Rate used for the 2021-2022 reconciliation above is the corporate tax rate of 25% plus Cess @4% payable by corporate entities in india on taxable Profits under the indian tax laws.

Components of Deferred tax assets and Liabilities

Particulars	As at 31st March, 2022	As at 31st March, 2021
A) Deferred tax Liabilities Difference between book and tax depreciation	5715.778	4171.663
B) Deferred tax Liabilities Difference between book and tax depreciation.	-	-
DTA on Other assets	-	-

46 Corporate Social Responsibility:

Sr. No.	Particulars	Amount
1	Amount required to be spent by the company during the year	-
2	Amount of expenditure incurred	-
3	Shortfall at the end of the year	-
4	Total of previous years shortfall	-
5	Reason for shortfall	-
6	Nature of CSR activities	-
7	Details of related party transactions (In relation to CSR)	-

- 47** There is no proceedings has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- 48** The Company has not been declared wilful defaulter by any bank or financial institutions or other lender.
- 49** The Company does not have any transactions with the company struck off under the section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- 50** There is no charges or satisfaction yet to be registered with ROC beyond the statutory

period.

51 The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of layers) Rules, 2017.

52 The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Notes referred to herein above form an integral part of the Financial Statements

Summary of significant accounting policies	01 to 52
The accompanying notes are an integral part of the financial statements.	
As per our report of even date	For and on behalf of the Board of Directors
For Piyush J. Shah & Co.	
Chartered Accountants	
FRN :- 121172W	Satish Ashmal Mehta Managing Director DIN :- 01958984
Arvind S. Vijayvargiya Partner	Vismay Shah CFO
M. No.:- 165063Place :- Ahmedabad	Jayesh Ashmal Mehta Wholetime Director DIN :- 02156140
UDIN :- 22165063AJNRJC8889Date :- 24th May, 2022	Ami Doshi Company Secretary

Independent Auditors' Report

To,
**THE MEMBERS OF
SAGARDEEP ALLOYS LIMITED**
Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of **SAGARDEEP ALLOYS LIMITED** (hereinafter referred to as "the Holding Company"), and its subsidiaries (the holding Company and its subsidiaries together referred as "the Group"), its associates and its jointly controlled entities / joint ventures and joint operations, which comprises the Consolidated Balance Sheet as at **March 31, 2022**, the Consolidated Profit and Loss Statement (including other comprehensive income), the Consolidated Cash Flow Statement, and the Consolidated Statement of Changes in equity, for the year then ended and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("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 consolidated state of affairs of the Group as at **31 March 2022**, of its consolidated profit and other comprehensive loss consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the consolidated 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 financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide separate opinion on these matters.

We have determined that there are no key audit matters to be communicated in our report.

Other Information

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the financial statements and our auditor's report thereon. The Holding Company's annual report is expected to be made available to us after the date of this auditor's report. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read the Holding Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid. In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of

accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are responsible for overseeing the financial reporting process of each Company.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on the internal financial controls with reference to the consolidated financial statements 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 and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial

statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other Companies included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable, that :
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statement have been kept by the Company so far as it appears from our examination of those books.
 - c) The consolidated balance sheet, the consolidated statement of profit and loss, the consolidated statement of cash flow and the consolidated statement of changes in equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting

Standard (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

- e) On the basis of the written representations received from the directors of holding company as on 31st March, 2022, taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, Associate Companies, jointly controlled entities / Joint Venture and joint operations incorporated in India, none of the directors of the Group is disqualified as on 31st March, 2022, from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting with reference to Consolidated Financial Statements of the holding company and its subsidiary companies, Associate Companies, jointly controlled enterprise / joint ventures and Joint operations incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

1. There were no pending litigations as on 31st March, 2022, which would impact the consolidated financial position of the Group, its Associates, jointly controlled entities / joint ventures and joint operations in its consolidated financial statement.
2. The Group, its Associates, and jointly controlled entities / joint ventures and joint operations did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended March 31, 2022.
3. There was no amount which are required to be transferred, to the investor's education and protection fund by the holding company and its subsidiary companies, associate companies, and jointly controlled entities / joint ventures and joint operations incorporated in India, during the year ended on March 31, 2022.
4. i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies incorporated in India to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company or its subsidiary companies incorporated in India or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding Company or its subsidiary companies incorporated in India from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary companies incorporated in India shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries
- iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d)(i) and (d)(ii) contain any material mis-statement.
5. The dividend declared or paid during the year by the Holding Company and its subsidiary companies incorporated in India are in compliance with section 123 of the Act.

C. With respect to the matter to be included in the Auditors' report under Section 197(16) of the Act:

In our opinion and according to the information and explanation given to us, the remuneration paid during the current year by the Holding Company and its subsidiaries which are incorporated in India to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiaries which are incorporated in India, is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For Piyush J. Shah & Co.
Chartered Accountants
FRN: 121172W

Arvind S. Vijayvargiya
Partner
M. No.: 165063
UDIN: 22165063AJNRLC2517

Place: Ahmedabad
Date: 24th May, 2022

Annexure A to the Independent Auditor's report on the consolidated financial statements of Sagardeep Alloys Limited for the year ended 31 March 2022

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

xxi. There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

Annexure B to the Independent Auditors' Report on the consolidated financial statements of Sagardeep Alloys Limited for the year ended 31 March 2022

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") on the Consolidated Financial Statements of Sagardeep Alloys Limited

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

Opinion

In conjunction with our audit of the consolidated financial statements of **Sagardeep Alloys Limited** ("the Holding Company") as of **31st March, 2022**, we have audited the internal financial controls over the consolidated financial statements of the Holding Company, its subsidiary companies, its Associate Companies and jointly controlled entities / joint ventures or joint operations incorporated in India under the Companies Act, 2013.

Management's Responsibility for Internal Financial Controls

The respective company's management and the Board of Directors, of the Holding Company, its subsidiary companies, its Associate Companies and jointly controlled entities / joint ventures or joint operations incorporated in India, are responsible for establishing and maintaining internal financial controls over financial reporting based on the criteria established by the respective company considering the essential components of internal control stated in 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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls over financial reporting. 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 with reference to consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls 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 the internal control based on the assessed risk. The procedure selected depends on the auditor's judgment, including the assessment of risks of material misstatement of the consolidated 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 internal financial controls over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

For Piyush J. Shah & Co.
Chartered Accountants
FRN: 121172W

Arvind S. Vijayvargiya
Partner
M. No: 165063
UDIN: 22165063AJNRLC2517
Place: Ahmedabad
Date: 24th May, 2022

SAGARDEEP ALLOYS LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2022

		Particulars	Note	AMOUNT IN 000's 31-Mar-22	AMOUNT IN000's 31-Mar-2021
I.	ASSETS				
1		Non-current assets			
	(a)	Property, plant & Equipment	02	108099.839	1,15,491.11
	(b)	Capital work in progress	03	55707.460	52,998.46
	(c)	Investment properties		-	-
	(d)	Goodwill		-	-
	(e)	Other intangible assets		-	-
	(f)	Intangible assets under development		-	-
	(g)	Biological assets other than bearer plants		-	-
	(h)	Financial assets			
	(i)	Investments in Subsidiaries		-	-
	(ii)	Trade receivables		-	-
	(iii)	Loans		-	-
	(iv)	Others	05	1986.22	1873.13
	(i)	Deferred tax assets (net)		-	-
	(j)	Other Non-current assets		-	-
				1,65,793.52	1,70,362.69
2		Current assets			
	(a)	Inventories	06	71,568.27	87,054.94
	(b)	Financial assets			
	(i)	Investments		-	-
	(ii)	Trade receivables	07	1,14,375.63	81,115.71
	(iii)	Cash and cash equivalents	08	50,250.27	611.76
	(iv)	Bank balance other than (iii) above	09	1,614.58	1,614.58
	(v)	Loans	10	21,352.43	24,498.23
	(vi)	Others		-	-
	(c)	Current tax assets (net)	11	3,506.27	1,308.26
	(d)	Other current assets	12	16,135.61	22,298.08
				2,78,803.06	2,18,501.56
		Total assets		4,44,596.58	3,88,864.26
II		EQUITY AND LIABILITIES			
1	Equity				
	(a)	Equity share capital	13	1,64,239.00	1,64,239.00
	(b)	Other equity	14	98,878.93	93,417.60
				2,63,117.93	2,57,656.60
2	Liabilities				
	Non-current liabilities				
	(a)	Financial liabilities			

	(i)	Borrowings	15	24,471.14	20,644.32
	(ia)	Lease Liabilities		-	-
	(ii)	Trade payables		-	-
	(iii)	Other financial liabilities (other than those specified in (b))		-	-
(b)		Provisions	16	1,310.14	1,539.20
(c)		Deferred tax liabilities (net)	17	6,253.14	4,749.08
(d)		Other non-current liabilities		-	-
				32,034.42	26,932.59
3	Current liabilities				
(a)		Financial liabilities			
	(i)	Borrowings	18	1,05,824.30	46,426.32
	(ia)	Lease Liabilities		-	-
	(ii)	Trade payables	19	33,957.98	45,732.75
	(iii)	Other financial liabilities (other than those specified in (c))	20	3,897.56	11,076.20
(b)		Other current liabilities		-	-
(c)		Provisions	21	5,764.38	1,039.79
(d)		Current tax liabilities (net)		-	-
				1,49,444.23	1,04,275.07
		Total Liabilities		4,44,596.58	3,88,864.26

Summary of significant accounting policies

01 to 54

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For Piyush J. Shah & Co.

Chartered Accountants

FRN :- 121172W

Satish Ashmal

Vismay Shah

Mehta

Managing

CFO

Director

DIN :- 01958984

Arvind S. Vijayvargiya

Partner

M. No.:- 165063

Jayesh Ashmal

Ami Doshi

Mehta

Wholetime

Company Secretary

Director

DIN :- 02156140

Place :- Ahmedabad

Date :- 24th May, 2022

SAGARDEEP ALLOYS LIMITED
CONSOLIDATED PROFIT AND LOSS STATEMENT FOR THE YEAR
ENDED 31ST MARCH, 2022

Particulars		Note	AMOUNT IN 000's.	AMOUNT IN 000's.
			31-Mar-22	31-Mar-2021
I.	Revenue from operations	22	9,06,784.73	6,54,837.93
II.	Other Income	23	2,898.99	3,789.52
III.	Total Revenue (I + II)		9,09,683.72	6,58,627.45
IV.	Expenses:			
	Cost of materials consumed	24	7,82,626.35	5,03,446.96
	Purchase of stock in trade	25	52,901.13	1,01,207.43
	Changes in Inventories of finished goods, stock in trade & WIP	26	1,724.78	(249.93)
	Employee benefits expenses	27	8,109.49	13,531.92
	Finance costs	28	10,547.35	8,163.42
	Depreciation and amortization expense		7,898.14	5,233.77
	Other expenses	29	37,738.80	26,446.86
	Total expenses (IV)		9,01,546.04	6,57,780.43
V.	Profit/(Loss) before exceptional items and tax (III-IV)		8,137.68	847.02
VI.	Exceptional items		-	-
VII.	Profit/(Loss) before tax (V - VI)		8,137.68	847.02
VIII.	Tax expenses			
	(1) Current tax		1,487.07	150.72
	(2) Deferred tax		1,504.06	(703.21)
	(3) Short / (Excess) Provision		-	(39.13)
IX.	Profit/(Loss) for the period from continuing operations (VII- VIII)		5,146.55	1,438.64
X.	Profit/(Loss) for the period from discontinued operations		-	-
XI.	Tax expenses of discontinued operations			
XII.	Profit/(Loss) after tax for the period from discontinued operations (X-XI)		-	-
XIII.	Profit/(Loss) for the period		5,146.55	1,438.64
XIV.	Other comprehensive income			
	A) (i) Items that will not be reclassified to profit or loss		314.78	102.13
	(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			
XV.	Total Comprehensive income for the period (XIII+ XIV) (Comprising Profit/(Loss) and Other comprehensive income for the period)		5,461.33	1,540.76
XII	Earnings per equity share (for continuing operations):	30		
	(1) Basic (Previous Year Restated)		0.30	0.08
	(2) Diluted (Previous Year Restated)		0.30	0.08

XII	Earnings per equity share (for discontinued operations):				
	(1) Basic			-	-
	(2) Diluted			-	-
XII	Earnings per equity share (for discontinued & continuing operations):				
	(1) Basic (Previous Year Restated)			0.30	0.08
	(2) Diluted (Previous Year Restated)			0.30	0.08

Summary of significant accounting policies 01 to 54

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For Piyush J. Shah & Co.

Chartered Accountants

FRN :- 121172W

**Satish Ashmal
Mehta
Managing
Director
DIN :- 01958984**

**Vismay Shah
CFO**

Arvind S. Vijayvargiya

Partner

**Jayesh Ashmal
Mehta
Wholesale
Director
DIN :- 02156140**

**Ami Doshi
Company Secretary**

M. No.:- 165063Place :- Ahmedabad

UDIN :- 22165063AJNRJC8889Date :- 24th May, 2022

SAGARDEEP ALLOYS LIMITED

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

Particulars	AMOUNT IN 000s.	AMOUNT IN 000s.
	31-Mar-2022	31-Mar-2021
Cash flow from operating activities:	-	-
Net profit before tax as per statement of profit and loss	8,137.68	847.02
Adjusted for:		
Depreciation & amortization	7,898.14	5,233.77
Interest income on loans & advances given	(570.78)	(2,725.45)
Interest & finance costs	10,547.35	8,163.42
Operating cash flow before working capital changes	26,012.39	11,518.76
Adjusted for:		
(Increase)/ decrease in Inventories	15,486.67	(1,069.45)
(Increase)/ decrease in trade receivables	(33,259.91)	(8,301.54)
(Increase)/ decrease in other bank balance	-	(1,614.58)
Increase/ (decrease) in trade payables	(11,774.77)	28,506.13
Increase/ (decrease) in other current assets	3,964.45	14,803.49
Increase/ (decrease) in Financial assets	-	511.19
Increase/ (decrease) in other current liabilities	(7,178.64)	(11,040.78)
Increase/ (decrease) in long term provisions	(229.05)	1,437.07
Increase/ (decrease) in short term provisions	4,352.31	(328.27)
Cash generated from / (used in) operations	(2,626.56)	34,422.02
Income taxes paid	(800.00)	(39.13)
Net cash generated from/ (used in) operating activities [A]	(3,426.56)	34,382.89
Cash flow from investing activities:	-	-
Purchase of property plant & equipment	(3,215.87)	(20,566.21)
Interest income on loans & advances given	570.78	2,725.45
(Increase)/ decrease in long term loans and advances	(113.09)	-
(Increase)/ decrease in short term loans and advances	3,145.80	23,795.27
Net cash flow from/(used) in investing activities [B]	387.62	5,954.51
Cash flow from financing activities:	-	-
Increase in / Repayment of Long-Term Borrowings	3,826.82	19,512.75
Increase in / Repayment of Short-Term Borrowings	59,397.98	(53,012.97)
Interest & finance costs	(10,547.35)	(8,163.42)
Net cash flow from/(used in) financing activities [C]	52,677.45	(41,663.64)
Net increase/(decrease) in cash & cash equivalents [A+B+C]	49,638.51	(1,326.24)
Cash & cash equivalents as at beginning of the period	611.76	1,938.00
Cash & cash equivalents as at end of the period (Refer Note: 08)	50,250.27	611.76
Cash & Cash equivalents consist of	31-Mar-22	31-Mar-2021
Cash Balance	107.68	194.44
Current Account Balance	50,142.59	417.33
Total	50,250.27	611.76

Summary of significant accounting policies

01 to 54

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For and on behalf of the Board of Directors

For Piyush J. Shah & Co.

Chartered Accountants

FRN :- 121172W

**Satish Ashmal
Mehta**

Vismay Shah

Arvind S. Vijayvargiya Partner	Managing Director DIN :- 01958984	CFO
M. No.:- 165063	Jayesh Ashmal Mehta Wholetime Director DIN :- 02156140	Ami Doshi Company Secretary
UDIN :- 22165063AJNRJC8889		
Place :- Ahmedabad		
Date :- 24th May, 2022		

Note: 1

General Information:

Sagardeep Alloys Limited (CIN L29253GJ2007PLC050007) is incorporated under the Companies Act, 1956 with its registered office at Plot No. 2070, Rajnagar Patiya, Santej Khatraj Road, Santej, Kalol, Gandhinagar, and Gujarat 382721.

The Company is engaged in the business of Copper Items & Chemicals and Trading in Ferrous and Non Ferrous Metals

The financial statements for the year ended on 31st March, 2022 are approved by the Board of Directors and authorised for issue on 24th May, 2022.

Significant Accounting Policies

1. Statement of Compliance

The company has adopted all the Ind AS and the adoption was carried out in accordance with Ind AS 101, First Time Adoption of Indian Accounting Standard. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. Reconciliations and descriptions of the effect of the transitions have been summarised in the annexures attached.

2. Basis of Preparation and Presentation

i) The financial statements are prepared on historical cost basis in accordance with applicable Indian Accounting Standards (Ind AS) and on accounting principles of going concern except current investments which are measured at fair values. These financial statements have been prepared to comply with all material aspects with the Indian accounting standards notified under section 133 of the Act, (the "Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, and the other relevant provisions of the Act.

ii) Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policies hitherto in use.

iii) As the quarter and year figures are taken from the source and rounded to the nearest digits, the figures already reported for all the quarters during the year might not always add up to the year figures reported in this statement.

iv) All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current classification of assets and liabilities.

3. Property, Plant and Equipments

Property, Plant and Equipment are stated at original cost (net of tax/duty credit availed) less accumulated depreciation and impairment losses. Cost includes cost of acquisition, construction and installation, taxes, duties, freight, other incidental expenses related to the

acquisition, and pre-operative expenses including attributable borrowing costs incurred during pre-operational period.

i) Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at deemed cost less and accumulated depreciation. Freehold land is not depreciated.

ii) Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

iii) Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

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

v) Subsequent expenditures related to an item of Tangible Asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

vi) Assets which are not ready for their intended use on reporting date are carried as capital work-in-progress at cost, comprising direct cost and related incidental expenses

Useful lives of the Property, Plant and Equipment as notified in Schedule II to the Companies Act, 2013 are as follows :

Buildings - 3 to 60 years

Plant and Equipments - 15 to 25 years

Furniture and Fixtures - 10 years

Vehicles - 8 to 10 years

Office Equipments - 5 to 10 years

4. Depreciation

i) Depreciation on tangible Fixed Assets is provided for on basis of useful life specified in Schedule II to the Act.

ii) Intangible assets such as Software are amortized in ten equal yearly instalments commencing from the year in which the tangible benefits start accruing to the Company from such assets.

iii) Depreciation is charged as per the provisions of Schedule II to the Act based upon useful life of assets. The useful life is adopted for the purpose of depreciation is as under.

5. Employee Benefits

Short-term employee benefits are recognized as an expense at the un discounted amount in the Statement of Profit and Loss of the year in which the related service is rendered

Employee benefits in the form of Provident Fund is considered as defined contribution plan and the contributions to Employees' Provident Fund Organization established under The Employees' Provident Fund and Miscellaneous Provisions Act 1952 is charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid.

6. Inventories

The cost of inventories have been computed to include all cost of purchases, cost of conversion and other related costs incurred in bringing the inventories to their present location and condition. The costs of Raw Materials, Stores and spare parts etc., consumed consist of purchase price including duties and taxes (other than those subsequently recoverable by the enterprise from the taxing authorities), freight inwards and other expenditure directly attributable to the procurement.

7. Revenue Recognition

The Company derives revenues primarily from sale of manufactured goods. Effective 01 April 2018, the Company has adopted Indian Accounting Standard 115 (Ind AS 115) - 'Revenue from contracts with customers' using the cumulative catch-up transition method, applied to contracts that were not completed as on the transition date i.e. 01 April 2018. Accordingly, the comparative amounts of revenue and the corresponding contract assets /liabilities have not been retrospectively adjusted. The effect on adoption of Ind-AS 115 was insignificant.

Sale of Goods: Revenue from sales of goods is recognized on transfer of significant risks and rewards of ownership to the customers. Revenue shown in the Statement of Profit and Loss excludes, returns, trade discounts, cash discounts, Goods & Service Tax.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

8. Cash Flow Statement

Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from regular revenue generating, financing and investing activities of the Company is segregated.

Cash and cash equivalents in the balance sheet comprise cash at bank, cash/cheques in hand and short term investments with an original maturity of three months or less.

9. Financial Assets

The Company classifies its financial assets as those to be measured sub-sequent at fair value (either through other comprehensive income, or through profit or loss), and those to be measured at amortized cost.

Trade receivables represent receivables for goods sold by the Company upto to the end of the financial year. The amounts are generally unsecured and are usually received as per the terms of payment agreed with the customers. The amounts are presented as current assets where receivable is due within 12 months from the reporting date

A financial asset is derecognized only when the Company has transferred the rights to receive cashflows from the financial asset, or when it has transferred substantially all the risks and rewards of the asset, or when it has transferred the control of the asset.

10. Financial Liabilities

Borrowings are removed from balance sheet when the obligation specified in the contract is discharged, cancelled or expired.

Trade Payables represent liabilities for goods and services provided to the Company upto to the end of the financial year. The amounts are unsecured and are usually paid as per the terms of payment agreed with the vendors. The amounts are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially and subsequently measured at amortised cost.

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

11. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred. The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset. The Company suspends capitalisation of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

12. Accounting for Taxes on Income

Tax expenses comprise of current tax and deferred tax including applicable surcharge and cess.

Current Income tax is computed using the tax effect accounting method, where taxes are accrued in the same period in which the related revenue and expenses arise. A provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable.

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences; the carry forward of unused tax credits and any un used tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profits against which the deductible temporary differences, and the carry forward un used tax credits and un used tax losses can be utilized.

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 Tax Assets and Deferred Tax Liabilities relate to taxes on income levied by same governing taxation laws.

Deferred tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income. As such, deferred tax is also recognised in other comprehensive income.

13. Investments

Non Current investments are stated at cost. Provision for diminution in the value of Non Current investments is made only if such a decline is other than temporary.

14. Research & Development Expense

Revenue expenditure pertaining to research is charged to the Profit and Loss Statement. Development costs of products are charged to the Profit and Loss Statement.

15. Impairment

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are

written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

16. Government Grants

- i) Grants are accounted for where it is reasonably certain that the ultimate collection will be made.
- ii) Grants relating to Fixed Assets in the nature of Project Capital Subsidy are credited to that particular project.
- iii) Others are credited to Statement of Profit and Loss.

17. Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

18. Provisions, Contingent Liabilities and Contingent Assets

Provision is recognized in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote, if any.

Contingent assets are neither recognized nor disclosed in the financial statements.

02 Property, Plant and Equipment as at 31st March, 2022

	Description of Assets	Useful life (In Years)	Shift Operated	Gross Block				Accumulated Depreciation / Amortization				Net Block	
				Balance as at 01-Apr-21	Additions during the period	Deletions during the period	Balance as at 31-Mar-22	Balance as at 01-Apr-21	Provided during the period	Deletions during the period	Balance as at 31-Mar-22	Balance as at 31-Mar-22	Balance as at 31-Mar-21
A	Tangible Assets												
(a)	Own Assets												
	Buildings												
	Factory at Santej	30.00	Single	6,891.97	-	-	6,891.97	2,278.81	219.16	-	2,497.96	4,394.01	4,613.16
	Bandhu Samaj	30.00	Single	7,834.28	-	-	7,834.28	2,284.58	264.27	-	2,548.85	5,285.44	5,549.71
	Supath 2 -Complex	30.00	Single	505.35	-	-	505.35	42.62	16.00	-	58.62	446.73	462.73
	Shed at Rakhial	30.00	Single	1,177.19	-	-	1,177.19	405.59	41.81	-	447.39	729.80	771.60
	Building Others	30.00	Single	3,345.41	11.60	-	3,357.02	26.73	188.99	-	215.72	3,141.30	3,318.68
	Shed at Jagannath Estate	30.00	Single	742.39	-	-	742.39	89.31	23.67	-	112.98	629.41	653.08
	Golden Estate D1 to D20	60.00	-	10,317.24	-	-	10,317.24	839.27	192.11	-	1,031.38	9,285.86	9,477.97
				30,813.84	11.60	-	30,825.44	5,966.90	946.00	-	6,912.90	23,912.54	24,846.94
	Plant & Machinery												
	Plant & Machinery	15.00	Single	65,376.67	364.25	1,248.10	64,492.82	10,319.06	4,177.61	22.73	14,473.95	50,018.87	55,057.61
	Analytical Machine	15.00	Single	1,012.10	-	-	1,012.10	713.15	53.24	-	766.39	245.71	298.95
	Crane	15.00	Single	1,050.00	-	-	1,050.00	139.20	66.50	-	205.70	844.31	910.81
	Plant & Machinery - Lunej	15.00	Single	28,181.92	-	-	28,181.92	12,238.98	1,816.73	-	14,055.71	14,126.21	15,942.94
				95,620.69	364.25	1,248.10	94,736.84	23,410.39	6,114.08	22.73	29,501.74	65,235.09	72,210.30
	Furniture & Fittings												
	Almonard Air Fan	10.00	Single	80.34	-	-	80.34	12.73	7.63	-	20.37	59.97	67.60
	Furniture & Fixtures	10.00	Single	15.60	-	-	15.60	14.82	-	-	14.82	0.78	0.78
				95.94	-	-	95.94	27.56	7.63	-	35.19	60.75	68.39
	Office Equipment												
	Air Conditioner	5.00	Single	465.56	-	-	465.56	263.65	72.95	-	336.60	128.96	201.91
	CCTV	10.00	Single	60.18	-	-	60.18	23.94	11.43	-	35.37	24.81	36.25
	R O Plant	10.00	Single	168.75	-	-	168.75	46.50	32.06	-	78.56	90.19	122.26
	Water Cooler	10.00	Single	31.95	-	-	31.95	10.55	6.06	-	16.60	15.35	21.40
	Refrigerator	10.00	Single	119.60	-	-	119.60	61.60	22.72	-	84.33	35.27	58.00
	Water Dispenser	5.00	Single	14.70	-	-	14.70	13.97	-	-	13.97	0.73	0.73
	Metal Detector	5.00	Single	2.20	-	-	2.20	0.70	0.42	-	1.11	1.09	1.50
	Television	5.00	Single	15.75	-	-	15.75	4.16	2.99	-	7.15	8.60	11.60
	Amazon Fire Stick	5.00	Single	3.39	-	-	3.39	1.08	0.64	-	1.73	1.66	2.31
	Tempreature Meter	5.00	Single	4.00	-	-	4.00	0.68	0.76	-	1.44	2.56	3.32
	Shutter	5.00	Single	12.90	-	-	12.90	2.04	0.48	-	2.52	10.38	10.87
	Sofa Chair	5.00	Single	6.70	-	-	6.70	0.30	35.04	-	35.34	(28.64)	6.40
	Mixer Grinder	5.00	Single	2.54	-	-	2.54	0.28	4.50	-	4.78	(2.24)	2.26
	Mobile Phones	5.00	Single	233.42	83.87	-	317.30	133.95	2.45	-	136.40	180.90	99.48
	Washing Machine	5.00	Single	23.70	-	-	23.70	8.02	0.95	-	8.97	14.73	15.68
				1,165.35	83.87	-	1,249.22	571.40	193.47	-	764.87	484.35	593.95
	Motor Vehicles												
	Motor Car	8.00	Single	4,621.93	1,259.23	-	5,881.15	3,721.32	619.30	-	4,340.62	1,540.54	900.61
	Other Vehicles	10.00	Single	128.70	-	-	128.70	120.48	1.79	-	122.27	6.43	8.22
				4,750.62	1,259.23	-	6,009.85	3,841.79	621.09	-	4,462.88	1,546.97	908.83
	Computers and Data Processing Units												
	Computers and Printer	3.00	Single	560.19	36.02	-	596.21	467.84	23.94	-	491.79	104.42	92.35
	Laptop	3.00	Single	65.68	-	-	65.68	1.40	12.48	-	13.88	51.80	64.28
	Printer Canon LBP 151 DW	3.00	Single	11.42	-	-	11.42	1.12	2.17	-	3.30	8.13	10.30
				637.29	36.02	-	673.31	470.37	38.59	-	508.96	164.35	166.93
	Land												
		-	-	16,695.78	-	-	16,695.78	-	-	-	-	16,695.78	16,695.78
	Total (A)	-	-	1,49,779.51	1,754.97	1,248.10	1,50,286.38	34,288.40	7,920.86	22.73	42,186.54	1,08,099.84	1,15,491.11
B	Capital Work In Progress												
	Buildings												
	Bandhu Samaj (WIP)	-	-	13,304.30	-	-	13,304.30	-	-	-	-	13,304.30	13,304.30
	Factory Shed (WIP)	-	-	8,955.67	-	-	8,955.67	-	-	-	-	8,955.67	8,955.67
	Golden Estate D11 to D20	-	-	10,844.62	-	-	10,844.62	-	-	-	-	10,844.62	10,844.62
	Golden Estate H15 to H16	-	-	2,330.60	-	-	2,330.60	-	-	-	-	2,330.60	2,330.60
	Golden Estate H3 to H4	-	-	2,330.60	-	-	2,330.60	-	-	-	-	2,330.60	2,330.60
	Sindh Bank	-	-	9,282.12	-	-	9,282.12	-	-	-	-	9,282.12	9,282.12
	Plant & Machinery												
	Plant & Machinery (WIP)	-	-	3,467.20	2,709.00	-	6,176.20	-	-	-	-	6,176.20	3,467.20
	Plot No. 3529 Plant and machinery	-	-	2,483.35	-	-	2,483.35	-	-	-	-	2,483.35	2,483.35
	Total (B)	-	-	52,998.46	2,709.00	-	55,707.46	-	-	-	-	55,707.46	52,998.46
	Grand Total (A+B)	-	-	2,02,777.96	4,463.97	1,248.10	2,05,993.84	34,288.40	7,920.86	22.73	42,186.54	1,63,807.30	1,68,489.56

Sub Note:

- 1) Company had started its plant at Lunej, Khamhat in July, 2014 in a premise which was taken on rent. Initially, the promoters of the company were intending to purchase the whole plant including land & building but there was problem in the clearance of title deed. Therefore, the company entered into a rent agreement with the seller for using the said premise for a period of 11 months and to acquire the plant later on when the title is cleared in the name of the seller. The company invested approximately Rs. 3.00 Crores in plant & machineries for commencing its business activities. As the seller could not clear property title in his name even after completion of a year and it was apparent that seller was delaying the sale process unnecessarily, Company decided to leave the project and shut down plant. Company carried out its last transaction in June 2015 and since then Company has neither done any manufacturing nor carried out any sale transaction in business. During period from July 2014 to June 2015, company made total turnover of Rs. 83.29 Lacs (approx) and Company realized the amount of Rs. 74 Lacs (approximately). At present plant is in the possession of Land Owner and Company is planning to sold out its all assets related with plant as it is not viable for the company to do the business. In June 2015 plant possession was taken by the land owner and stocks of Rs. 9.00 Lacs (approximately) were lying in the factory. At present plant is not working but company is regularly filing its Excise Return.

03 Capital work in progress:

Particulars	As At 31-03-2022	As At 31-03-2021
Capital work in progress	Amount In `	Amount In `
Tangible Assets	8,659.55	5,950.54
Buildings	47,047.91	47,047.91
TOTAL ` :	55,707.46	52,998.46

CWIP Aging Schedule(Current year):

Particulars	Amount in 000s. (CWIP for a period of)				Total
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	
Project in Progress	2,709.00	5,950.54	6,103.36	16,156.61	30,919.52
Project temporarily suspended	-	-	527.38	24,260.56	24,787.94
TOTAL ` :					55,707.46

CWIP Aging Schedule(previous year):

Particulars	Amount in 000s. (CWIP for a period of)				Total
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	
Project in Progress	11,723.63	10,079.22	6,407.67	24,787.94	52,998.46
Project temporarily suspended	-	-	-	-	-
TOTAL ` :					52,998.46

Sub

Note : 1

Cost of Fixed Assets and pre-operative expenses, being technical matter, are capitalized or allocated to Capital work in progress on the basis of data certified by technical person & the Management.

05 Financial assets - Others

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In `	Amount In `
Security Deposits	1,986.22	1,873.13
TOTAL ` :	1,986.22	1,873.13

06 Inventories:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In `	Amount In `

Raw Material	52,948.39	66,710.27
Finished Goods	16,175.14	18,311.03
Work In Progress	2,380.79	1,963.19
Traded Goods	63.96	70.45
(Inventories are taken, valued and certified by the management)		
TOTAL ` :	71,568.27	87,054.94

07 Trade Receivables:

Particulars	As At 31-03-2022	As At 31-03-2021
Unsecured	Amount In `	Amount In `
Considered Good	1,03,179.64	69,919.73
Considered doubtful	11,195.99	11,195.99
	1,14,375.63	81,115.71
Less: Allowance for doubtful debts	-	-
TOTAL ` :	1,14,375.63	81,115.71

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade Receivables - Considered Good	53,314.27	27,651.91	22,038.24	35.00	140.22	1,03,179.64
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	11,195.99	11,195.99
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed						

Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(v) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Trade Receivables - Considered Good	69,343.97	21.63	38.90	515.22	-	69,919.73
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk				11,195.99	-	11,195.99
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(v) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

08 Cash & cash equivalents:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In `000'S	Amount In 000'S`
Cash on hand	107.68	194.44
Balance with banks	50,142.59	417.33
TOTAL `:	50,250.27	611.76

**09 Bank balance other than
(11) above:**

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In `000'S	Amount In000'S`
Fixed Deposits with Banks	1,614.58	1,614.58
TOTAL `:	1,614.58	1,614.58

10 Loans:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000'S	Amount In 000'S
Advances to Outsiders Loan/Advance to Outsiders	21,352.43	24,498.23
TOTAL `:	21,352.43	24,498.23

11 Current tax assets:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000'S	Amount In 000'S
Receivable from Government Advance Tax Inclu. TDS and TCS	1,939.38	710.39
Income Tax Refund Receivables	1,566.89	597.87
TOTAL `:	3,506.27	1,308.26

12 Other current assets:

Particulars	As At 31-03-2022	As At 31-03-2021
-------------	---------------------	---------------------

	Amount In 000'S	Amount In 000'S
Advances to Others		
Advances to Suppliers (Refer Sub Note:1)	14,779.18	18,810.57
Other Receivables	-	257.83
Receivable from Government	-	2,942.33
Deposit with Government (Sub Note: 2)	98.33	98.33
Prepaid Expenses (Sub Note : 3)	1,258.10	189.03
TOTAL	16,135.61	22,298.08

Sub Note: 1

Advance to supplier is taken as certified by the management. No security have been given against the same.

Sub Note : 2

Deposit with government includes advances made under VAT Appeal made under Gujarat VAT Act.

Sub Note: 3

Prepaid expenses includes Prepaid Insurance, Memebership, Interenet etc.

13 Equity share capital:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In 000'S	Amount In 000'S
Authorized : Equity shares 20,000,000 of Rs.10 Each	2,00,000.00	2,00,000.00
Issued, Subscribed and Paid up : Equity shares 17,057,400 of Rs.10 Each	1,64,239.00	1,64,239.00
TOTAL ` :	1,64,239.00	1,64,239.00

13.1 The Details of Shareholder holding more than 5% Shares

Name Of Shareholder	As At 31-03-2022		As At 31-03-2021	
	No. Of Shares	% Held	No. Of Shares	% Held
Asamalji S. Mehta	22,00,42 5	13.40	22,00,42 5	13.40
Ashok Devji Parmar	-	-	-	-
Jayesh A. Mehta	26,27,25 0	16.00	26,27,25 0	16.00
Satish A. Mehta	23,67,82 5	14.42	23,67,82 5	14.42
Ugamdevi A. Mehta	15,60,90 0	9.50	15,60,90 0	9.50
	87,56,40 0	53.31	87,56,40 0	53.31

13.2 The Reconciliation of No. of shares outstanding is set out below:

Name Of Shareholder	As At 31-03-2022		As At 31-03-2021	
	No.	Amount In000`	No.	Amount In `000'S
Equity Shares at the beginning of the year	1,64,23,9 00	1,64,239	1,07,38, 100	10,73,81
Add: Bonus Issue		-	56,85,80 0	5,68,58,
Equity Shares at the end of the year	1,64,23, 900	1,64,239	1,64,23, 900	16,42,39

13.3 Rights, Preferences and restrictions attached to shares Equity Share

The company has one class of equity share having a par value of Rs 10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of directors is subject to the approval of shareholders in the ensuing Annual general meeting, except in case of interim dividend. In the case of liquidation, the equity

shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

During the period under review, the company has allotted Bonus Shares on 07th October, 2020, in the ratio of 1:2, to the shareholders holding shares as on 06th October, 2020.

14 Other equity:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In '000'S	Amount In '000'S
Profit & Loss A/c		
Opening Balance	69,391.24	67,952.61
Add: Profit for the year	5,146.55	1,438.64
Less: Utilized towards issue of Bonus Shares	-	-
Closing Balance	74,537.79	69,391.24
Other Comprehensive Income		
Opening Balance	102.13	-
Add: Profit for the year	314.78	102.13
Closing Balance	416.91	102.13
Capital Reserve		
Opening Balance	2,979.01	2,979.01
Add: Profit for the year	-	-
Closing Balance	2,979.01	2,979.01
Share Premium Account		
Opening Balance	20,945.22	77,803.22
Add: Addition/(deletion)	-	(56,858.00)
Closing Balance	20,945.22	20,945.22
TOTAL	98,878.93	93,417.60

15 Borrowings:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In '000'S	Amount In '000'S
Secured Borrowing: Emergency Credit Line Scheme	24,470.54	19,500.00
Unsecured Borrowing: Loans from related parties	0.60	1,144.32
TOTAL	24,471.14	20,644.32

16 Provisions:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In '000'S	Amount In '000'S
Provision for Employee Benefit	1,310.14	1,539.20
TOTAL	1,310.14	1,539.20

17 Deferred Tax Liabilities

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In '000'S	Amount In '000'S
Deferred Tax Liabilities		
DTL on Difference between written down value of property, plant and equipment and capital work-in-progress as per books of accounts and income tax	6,775.80	5,131.16
DTL on Expenses claimed for tax purpose on payment basis	(522.66)	(382.08)
DTL on Other assets	-	-
TOTAL	6,253.14	4,749.08

18 Financial liabilities - Borrowings:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In '000'S	Amount In '000'S
Loans Repayable on Demand - From Banks		
Working Capital Loans - Secured (Sub Note -1)	1,05,824.30	46,426.32
TOTAL	1,05,824.30	46,426.32

:		
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Sub Note : 1

i) AXIS Bank C.C. outstanding as on March 31, 2022 is secured against Hypothecation of all current assets of the company (present and future), Plant & Machinery, Furniture and Fixtures, office equipment and other class of movable assets except vehicles financed by other banks.

ii) Collateral Security by Equitable mortgage of Factory Land & Building situated at block no. 2070, Village -Santej, Taluka Kalol, District-Gandhinagar

iii) Interest rate on C.C. is 7.85% and directors have given their personal guarantee for the same.

Sub Note : 2

i) Loan is obtained to meet the liquidity mismatch arising out of Covid 19.

ii) Extension of charge / security interest in relation to all assets (Both Primary & Collateral) currently secured to the Bank for its existing credit facilities on a second ranking basis.

And Personal/ Corporate Guarantee of promoter / property owner.

iii) Interest rate on loan is 8.75%.

19 Financial liabilities - Trade Payables:

Particulars					As At 31-03-2022	As At 31-03-2021
					Amount In '000'S	Amount In '000'S
Creditors for Goods					33,957.98	45,732.75
TOTAL :					33,957.98	45,732.75
Particulars	Outstanding for following periods from due date of payment				Total	
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years		
(i) MSME	-	-	-	-	-	
(ii) Others	30143	3815	-	-	33958	
(iii) Disputed dues-MSME	-	-	-	-	-	
(iv) Disputed dues-Others	-	-	-	-	-	
Particulars	Outstanding for following periods from due date of payment				Total	
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years		
(i) MSME	45732.75	-	-	-	45732.75	
(ii) Others	-	-	-	-	-	
(iii) Disputed dues-MSME	-	-	-	-	-	
(iv) Disputed	-	-	-	-	-	

dues-Others				
-------------	--	--	--	--

Sub

Note:

1

Trade Payable as on March,31 2022 is taken as certified by management. No security have been given for the same.

Sub Note: 2

The company has sent letters asking the MSME status of the suppliers, based on the confirmation received from the suppliers, the company have classified them accordingly, remaining suppliers are kept out of MSME.

20 Other financial Liabilities:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In `000'S	Amount In `000'S
Other Payables (Refer Sub Note: 1)	3,897.56	11,076.20
TOTAL `:	3,897.56	11,076.20

Sub Note :

1

Other Payables Include Creditors for Expenses and Capital Goods and Advances From Customers.

21 Current liabilities - Provisions:

Particulars	As At 31-03-2022	As At 31-03-2021
	Amount In `000'S	Amount In `000'S
Payable to Government	5,225.47	509.24
Provision for Employees	95.02	32.47
Payable to Others	443.90	498.076
TOTAL `:	5764.38	1039.788

22 Revenue From Operations:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In `000'S	Amount In `000'S
Revenue from Sale of Products	10,64,141.77	7,68,633.31
Revenue from Chanasma		

Sales	2,400.00	1,200.00
Revenue from Job Work	1,827.86	1,741.29
Packing and Forwarding	1,324.78	917.11
	10,69,694.42	7,72,491.71
Less: GST on Sales	1,62,909.68	1,17,653.78
TOTAL `:	9,06,784.73	6,54,837.93

23 Other Income:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In `000'S	Amount In `000'S
Interest Income	570.78	2,725.45
Foreign Exchange Gain	99,485	99.48
Rent Income	2,102.50	799.00
Rate Difference	-	76.68
Prior Period Income	102.13	-
Sundry Balances Written off	24,096	176.84
TOTAL `:	2,898.99	3,789.52

24 Cost of Materials Consumed:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In `000'S	Amount In `000'S
Opening Stock	66,710.27	65,890.75
Add: Purchases	7,68,253.45	5,03,003.47
Labour Purchase	611.01	1,263.02
	8,35,574.74	5,70,157.23
Less Closing Stock	52,948.39	66,710.27
TOTAL `:	7,82,626.35	5,03,446.96

25 Purchase of stock in trade:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In `000'S	Amount In `000'S
Purchases of goods	52,901.13	1,01,207.43
TOTAL `:	52,901.13	1,01,207.43

26 Changes in Inventories:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In `000'S	Amount In 000'S `
At the end of the year:		
Finished Goods	16,175.14	18,311.03
Work-In-Progress	2,380.79	1,963.19
Traded Goods	63.96	70.45
	18,619.89	20,344.67
At the beginning of the year:		
Finished Goods	18,311.03	18,086.09
Work-In-Progress	1,963.19	1,939.07
Traded Goods	70.45	69.59
	20,344.67	20,094.74
(Increase)/Decrease in Inventories		
Finished Goods	2,135.90	(224.95)
Work-In-Progress	(417.60)	(24.12)
Traded Goods	6.49	(0.87)
TOTAL `:	1,724.78	(249.93)

27 Employee Benefit Expense:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In `000'S	Amount In `000'S
Bonus Expenses	647.02	421.58

Director's Remuneration	1,800.00	1,800.00
Gratuity		
Expenses	250.40	1,673.80
Contribution to Provident Fund and other Funds	71,384	92.918
Salary & Wages Expenses		
	4,908.85	9,228.56
Staff Welfare Expenses		
	431.83	315.07
TOTAL	8,109.49	13,531.92

28 Finance Cost:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In `000'S	Amount In `000'S
Interest on Short-Term Loans from Banks	7,092.70	6,884.84
Interest on GST/VAT Expenses	316.31	-
Interest on Long-Term Loans from Banks	1,708.67	1,070.63
Loan Processing Fees	1402.40	0.41
Other Borrowing Costs	27.27	207.54
TOTAL	10,547.35	8,163.42

Sub Note: 1 Interest Expenses are net of interest capitalized in Fixed Assets.

29 Other Expenses:

Particulars	For the year 2021-22	For the year 2020-21
	Amount In 000'S	Amount In `000'S
A) Manufacturing Expenses		
Labour Charges	6,839.91	867.63
Other Manufacturing Expenses	885.93	619.61
Power , Fuel & Utilities Expenses	17,558.81	11902.77
Repairs & Maintanance Expenses	2,414.70	1150.47
Stores , Spares & Packing Material Consumed	128.08	28.15
	27,827.43	14,568.63
B) Administrative , Selling & Other Expenses		
Commission Expenses	-	20.500
Freight Expenses	1800.831	1110.301

Indirect Duty Expenses	-	8441.422
Insurance Expenses	161.802	236,29
Legal & Professional Fees	1194.667	878.40
Loss on Sale Of Asset	1248.100	
Misc Expenses	42.700	29.535
Office Expenses	230.068	237.569
Prior Period Expense	-	100.00
Postage , Telephone & Computer Expenses	95.000	129.38
Rent Expense	600	
Penalty Expenses	254.41	255.00
Security Expenses	302.99	24.19
Selling & Distribution Expenses	56.64	119.77
Stationery & Printing Expenses	21.96	34.10
Sundry balance written off	3890.40	-
Statutory Audit Fees	11.800	261.800
	9,911.37	11,878.24
TOTAL	37,738.80	26,446.86

30 Earning Per Share :

Particulars	For the year 2021-22	For the year 2020-21
	Amount In `000'S	Amount In `000'S
Basic Earning Per Share	0.27	0.08
Diluted Earning Per Share	0.27	0.08
Nominal Value Per Share	Rs. 10.00	Rs. 10.00

Earning Per share is calculated by dividing the Profit/(Loss) attributable to the Equity Shareholders by the weighted average number of Equity Shares outstanding during the year. The numbers used in calculating basic and diluted earning per Equity Share as stated below

Particulars	For the year 2021-22	For the year 2020-21
	Amount In `000'S	Amount In `000'S
Profit / (Loss) after taxation		

	46,23,889	14,38,635
Net Profit / (Loss) attributable to Equity Shareholders	46,23,889	14,38,635
Weighted Average Number of shares outstanding during the year	1,70,57,400	1,70,57,400

31 Financial and Derivative

Instruments

Capital

Management

- The company's objective when managing capital is to:
 - Safeguard its ability to continue as a going concern so that the Company is able to provide maximum return to stakeholders and benefits for other stakeholders.
 - Maintain an optimal capital structure to reduce the cost of capital.
 The company's Board of director's reviews the capital structure on regular basis. As part of this review the board considers the cost of capital risk associated with each class of capital requirements and maintenance of adequate liquidity.

Disclosures

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note provided hereunder :

Categories of Financial

Instruments

Particulars	As at 31st March, 2022	As at 31st March,2021
Financial Assets		
Measured at Amortised Cost		
1) Trade Receivables	1,14,375.63	81,115.71
2) Cash & Cash Equivalents	51,864.85	2,226.34
3) Loans	36,131.61	43,308.80
Financial Liabilities		
Measured at Amortised Cost		
1) Borrowings	1,30,295.44	67,070.64
2) Trade Payables	33,957.98	45,732.75
3) Other Financial Liabilities	3,897.56	11076.20

- Fair Value Measurement :**

This note provides information about how the Company determines fair values of various financial assets. Fair Value of financial assets and liabilities that are not measured at fair value (but fair value disclosures are required). Management considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statements

approximate their fair values.

3) **Financial Risk Management**

Objectives

While ensuring liquidity is sufficient to meet Company's operational requirements, the Company's financial management committee also monitors and manages key financial risks relating to the operations of the Company by analyzing exposures by degree and magnitude of risks. These risks include market risk (including currency risk and price risk), credit risk and liquidity risk.

Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate, currency risk and other price risk, such as commodity price risk and equity price risk. Financial instruments affected by market risk include FVTPL investments, trade payables, trade receivables, etc.

Liquidity Risk

The Company manages liquidity risk by maintaining sufficient cash and cash equivalents including bank deposits and availability of funding through an adequate amount of committed credit facilities to meet the obligations when due.

Management monitors rolling forecasts of liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, liquidity management also involves projecting cash flows considering level of liquid assets necessary to meet obligations by matching the maturity profiles of financial assets & liabilities and monitoring balance sheet liquidity ratios

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in 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. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	Due in 1 Year	Due after 1 Year	Total
As at 31 March, 2022			
Borrowings	1,30,295.44	-	1,30,295.44
Trade Payables	33,957.98	-	33,957.98
Other Financial Liabilities	3,897.56	-	3,897.56
Total	1,68,150.99	-	1,68,150.99
As at 31st March 2021			
Borrowings	67,070.64	-	67,070.64
Trade Payables	45,732.75	-	45,732.75
Other Financial Liabilities	11,076.20	-	11,076.20
Total	1,23,879.60	-	1,23,879.60

Trade Receivables

The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation.

Particulars	Less than 1	1 year - 3	More than 3
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	Year	years	Years
As at 31 March, 2022			
1) Trade Receivables	80,966.18	22,073.24	11,336.21
2) Cash & Cash Equivalents	50,250.27	1,614.58	-
3) Loans	-	36,131.61	-
Total	1,31,216.45	59,819.43	11,336.21
As at 31st March 2021			
1) Trade Receivables	(1,37,55,115.29)	25,00,020.00	1,13,36,211.00
2) Cash & Cash Equivalents	611.76	1,614.58	-
3) Loans	-	43,308.80	-
Total	(1,37,54,503.53)	25,44,943.38	1,13,36,211.00

32 Related Party Disclosures:

32.1 Related Parties & their Relationship:

As per IND AS 24, the disclosures of transactions with the related parties are given below:

i) List of Related parties where control exists and related parties with whom transactions have taken place and relationships:

Sr. No.	Name of Related Parties##	Relationship
(i)	Satish Asamal Mehta	Managing Director
(ii)	Jayesh Asamal Mehta	Director
(iii)	Krishnakant P. Somani	Key Managerial Person
(iv)	Nayan Pitroda	Key Managerial Person
(v)	Priya Raval	Key Managerial Person

32.2 Transactions with Related Parties:

Particulars	Nature of Transaction	Amount In `
Satish Mehta	Salary	900
Jayesh Mehta	Salary	900
Krishnakant P. Somani	Salary	119.19
Nayan Pitroda	Salary	-
Priya Raval	Salary	77.994

##Only those related party names are mentioned with whom transactions have taken place during the year.

33 Certain Balance of Debtors, Creditors, Loans & Advances for Capital expenditures are non-moving / sticky. However in view of the management, the same is recoverable / payable. Hence no provision for the same is made in the books of accounts.

- 34** In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business and the provisions for depreciation and all known and ascertained liabilities are adequate and not in excess of the amounts reasonably necessary.
- 35** The balance confirmation from the suppliers, customers as well as to various loans or advances given have been called for, but the same are awaited till the date of audit. Thus, the balances of receivables, trade payables as well as loans and advances have been taken as per the books of accounts submitted by the company and are subject to confirmation from the respective parties.
- 36** As informed to us, the Contingent Liability is NIL
- 37** Previous year's figures have been regrouped and rearranged wherever necessary.

38 Segment Reporting

The Company has a business segment other than Manufacturing of Copper Pipes, however it fails to fulfil the Segment Reporting criteria. Therefore, Segment Reporting is not done.

39 Tax Reconciliation

Income Tax Recognised in statement of Profit and Loss	As at 31st March, 2022	As at 31st March, 2021
Current tax		
In Respect of the Current year	1,487.07	150.72
Short/Excess Provision of Earlier years	-	(39.13)
Deferred Tax (Credit)/Charged	1,504.06	(703.21)
Total Income tax expense recognised in respect of continuing Operations	2,991.13	(591.62)

The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	As at 31st March, 2022	As at 31st March, 2021
Profit Before Taxes	8137.68	847.02
Enacted Tax Rate in India	26%	26%
Expected income tax benefit/(expense) at statutory tax rate	1487.06	150.72
Effect of: Deferred tax(credit) /Charged	1504.06	(703.207)
Income taxes recognised in the Statement of Profit and Loss	2991.13	(552.492)

The Tax Rate used for the 2021-2022 reconciliation above is the corporate tax rate of 25% plus Cess @4% payable by corporate entities in India on taxable Profits under the Indian tax laws.

Components of Deferred tax assets and Liabilities

Particulars	As at 31st March,2 022	As at 31st March,20 21
A) Deferred tax Liabilities Difference between book and tax depreciation	67,75,799	51,31,156
B) Deferred tax Liabilities Difference between book and tax depreciation. DTL on Other assets	- -	- -

40 Payment to Auditor :-

Particulars	For the year 2021-22	For the year 2020-21
Audit Fees	2,15,000	2,50,000

The above mention amount is excluding GST.

- 41** The outbreak of COVID-19 pandemic globally and in India is causing significant disturbance and slow down of economic activity, COVID 19 has caused interruption in production, supply chain disruption, unavailability of personnel, etc. during last week of March, 2020 and thereafter. The management of the Company has exercised due care in concluding significant accounting judgments and estimates in preparation of the financial results. In assessing the recoverability of Trade receivables, the Company has considered subsequent recoveries, past trends, credit risk profiles of the customers and internal and external information available up to the date of issuance of these financial results. In assessing the recoverability of inventories, the Company has considered the latest selling prices, customer orders on hand and margins. Based on the above assessment, the Company is of the view that the carrying amounts of Trade receivables and inventories are expected to be realisable to the extent shown in the financial results. The impact of COVID-19 may be different from the estimates as at the date of approval of these financial results and the Company will continue to closely monitor the development.
- 42** Certain Balance of Debtors, Creditors, and Loans & Advances for Capital expenditures are non- moving / sticky .However in view of the management, the same is recoverable / payable. Hence no provision for the same is made in the books of accounts.
- 43** In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business and the provisions for depreciation and all known and ascertained liabilities are adequate and not in excess of the amounts reasonably necessary.
- 44** The balance confirmation from the suppliers, customers as well as to various loans or advances given have been called for, but the same are awaited till the date of audit. Thus, the balances of receivables, trade payables as well as loans and advances have been taken as per the books of accounts submitted by the company and are subject to confirmation from the respective parties.
- 45** As informed to us, the Contingent Liability is NIL.

46 Previous year's figures have been regrouped and rearranged wherever necessary.

47 Segment Reporting

The Company has a business segment other than Manufacturing of Copper Pipes, however it fails to fulfil the Segment Reporting criteria. Therefore, Segment Reporting is not done.

48 Corporate Social Responsibility:

Sr. No.	Particulars	Amount
1	Amount required to be spent by the company during the year	-
2	Amount of expenditure incurred	-
3	Shortfall at the end of the year	-
4	Total of previous years shortfall	-
5	Reason for shortfall	-
6	Nature of CSR activities	-
7	Details of related party transactions (In relation to CSR)	-

49 There is no proceedings has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

50 The Company has not been declared wilful defaulter by any bank or financial institutions or other lender.

51 The Company does not have any transactions with the company struck off under the section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

52 There is no charges or satisfaction yet to be registered with ROC beyond the statutory period.

53 The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of layers) Rules, 2017.

54 The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Summary of significant accounting policies	01 to 54
The accompanying notes are an integral part of the financial statements.	
As per our report of even date	For and on behalf of the Board of Directors
For Piyush J. Shah & Co.	
Chartered Accountants	
FRN :- 121172W	Satish Ashmal Mehta
	Managing Director
	DIN :- 01958984
Arvind S. Vijayvargiya	Jayesh Ashmal Mehta
Partner	Whole-time Director
M. No.:- 165063	Ami Doshi
UDIN :- 22165063AJNRJC8889	Company Secretary
Place :- Ahmedabad	
Date :- 24th May, 2022	DIN :- 02156140

SAGARDEEP ALLOYS LIMITED

CIN - L29253GJ2007PLC050007

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