

KRITIKA

WIRED DIFFERENTLY

Date: 30th August, 2025

To
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra(E)
Mumbai-400051
NSE Symbol: KRITIKA

Sub: Submission of 21st Annual Report of the Company for the Financial Year 2024-25
Ref: Disclosure under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015], we are submitting herewith the 21st Annual Report of the Company for the financial year 2024-25 ('Annual Report'). The 21st AGM of the Company is scheduled to be held on Wednesday, 24th September, 2025 at 1.00 p.m. through Video Conferencing("VC")/Other Audio-Visual Means ("OAVM").

The Annual Report is being sent by e-mail to the members of the Company whose e-mail addresses are registered with the Company / Registrar & Share Transfer Agent of the Company (RTA)/ Depository Participants (DPs). Further, in terms of Regulation 36(1)(b) of the SEBI (LODR) Regulations, 2015, the Company has issued letters to those shareholders, who have not registered their e-mail addresses with the Company/RTA/DPs, providing the weblink for accessing the Annual Report.

A copy of the aforesaid Annual Report is also available on the website of the Company www.kritikawires.com.

Kindly take the same on your record.

Thanking you.

Yours faithfully,
For Kritika Wires Limited

Mahesh Kr. Sharma
Company Secretary & Compliance Officer
M. No.- A42926

Encl.: as above

Kritika Wires Limited

A photograph of the San Francisco skyline at sunset, featuring prominent skyscrapers like the Transamerica Pyramid and the Salesforce Tower. The sky is a mix of orange, yellow, and blue. The image is overlaid with a semi-transparent white geometric shape that serves as a background for the text.

KRITIKA WIRES LIMITED

ANNUAL REPORT

2024 - 2025



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CORPORATE INFORMATION

Company Name – KRITIKA WIRES LIMITED

CIN: L27102WB2004PLC098699

Registered Office:

1A, Bonfield Lane, Mezanine Floor,
Kolkata – 700001, West Bengal, India

Corporate Office:

Unit No- 201, 2nd Floor
Bus Terminus & Commercial Complex, Plot-
BG-12, AA-I, New Town Pride Hotel Bldg.
Kolkata – 700156, West Bengal, India.

Email ID: compliance@kritikawires.com **Website:** www.kritikawires.com

ISIN: INE00Z501029

Listed on: National Stock Exchange of India Limited (NSE)



BOARD OF DIRECTORS	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE
<p>Mr. Naresh Kumar Agarwal <i>Chairman-cum-Whole-time Director</i></p> <p>Mr. Hanuman Prasad Agarwal <i>Managing Director</i></p> <p>Mr. Ankush Agarwal <i>Whole-time Director</i></p> <p>Mr. Sanjeev Binani <i>Non-Executive Director</i></p> <p>Mrs. Pooja Bacchawat <i>Non-Executive Independent Women Director</i></p> <p>Mr. Rajiv Adukia <i>Non-Executive Independent Director</i></p> <p>Mr. Shiv Kumar Saraff (Resigned w.e.f – 30th July, 2025) <i>Non-Executive Independent Director</i></p> <p>Mr. Niraj Jindal (Resigned w.e.f – 30th July, 2025) <i>Non-Executive Independent Director</i></p>	<p>Mr. Rajiv Adukia <i>Chairman</i></p> <p>Mr. Hanuman Prasad Agarwal <i>Member</i></p> <p>Mr. Niraj Jindal (Resigned w.e.f – 30th July, 2025) <i>Member</i></p> <p>Mr. Shiv Kumar Saraff(Resigned w.e.f – 30th July, 2025) <i>Member</i></p>
COMPANY SECRETARY AND COMPLIANCE OFFICER	STATUTORY AUDITOR
Mr. Mahesh Kumar Sharma	<p>M/s. G. P. Agrawal & Co. Chartered Accountants Unit No. 606, 6th Floor, Diamond Heritage 16, Strand Road, Kolkata – 700 001</p>
CHIEF FINANCIAL OFFICER (C.F.O)	SECRETARIAL AUDITOR
Mr. Anand Kumar Sharma	<p>Mr. Rajesh Ghorawat Practicing Company Secretary 68, R. K. Chatterjee Road, 3rd Floor, Kolkata - 700 042</p>
	INTERNAL AUDITOR
	<p>M/s. M. Kumar Jain & Co. Chartered Accountants 7A, Kiran Shankar Ray Road, Kolkata - 700 001</p>
	COST AUDITOR
	<p>M/s. Sohan Lal Jalan & Associates Cost Accountants Samrat Apartment, P – 184, Suren Sarkar Road Kolkata – 700 010</p>



<p>AUDIT COMMITTEE</p> <hr/> <p>Mr. Rajiv Adukia <i>Chairman</i></p> <p>Mr. Hanuman Prasad Agarwal <i>Member</i></p> <p>Mr. Niraj Jindal (Resigned w.e.f – 30th July, 2025) <i>Member</i></p> <p>Mr. Shiv Kumar Saraff(Resigned w.e.f – 30th July, 2025) <i>Member</i></p> <p>NOMINATION & REMUNERATION COMMITTEE</p> <hr/> <p>Mr. Rajiv Adukia <i>Chairman</i></p> <p>Mr. Niraj Jindal (Resigned w.e.f – 30th July, 2025) <i>Member</i></p> <p>Mr. Shiv Kumar Saraff (Resigned w.e.f – 30th July, 2025) <i>Member</i></p> <p>STAKEHOLDER RELATIONSHIP COMMITTEE</p> <hr/> <p>Mr. Rajiv Adukia <i>Chairman</i></p> <p>Mr. Niraj Jindal (Resigned w.e.f – 30th July, 2025) <i>Member</i></p> <p>Mr. Shiv Kumar Saraff (Resigned w.e.f – 30th July, 2025) <i>Member</i></p>	<p>REGISTRAR AND SHARE TRANSFER AGENT</p> <hr/> <p>M/s. MUFG Intime India Private Limited (Formerly M/s. Link Intime India Private Limited) C-101, 1st Floor, 247 Park Lal Bahadur Shastri Marg Vikhroli (West), Mumbai – 400 083</p> <p>REGISTERED OFFICE</p> <hr/> <p>M/s. Kritika Wires Limited (CIN: L27102WB2004PLC098699) 1A, Bonfield Lane, Mezanine Floor, Kolkata – 700001</p> <p>CORPORATE OFFICE</p> <hr/> <p>M/s. Kritika Wires Limited (CIN: L27102WB2004PLC098699) Unit-201, 2nd Floor, Bus Terminus and Commercial Complex, Plot-BG-12, AA-I, New Town Pride Hotel Building, Kolkata – 700 156 Email: compliance@kritikawires.com</p> <p>BANKERS</p> <hr/> <p>Axis Bank Limited 3rd Floor, A.C Market Building, CBB Kolkata, 1 Shakespear Sarani, Kolkata – 700071</p> <p>Kotak Mahindra Bank Limited. Apeejay House, 15 Camac Street, Kolkata - 700016</p> <p>Yes Bank Limited 16. N.S Road, Kolkata – 700001</p> <p>ICICI Bank Limited DLF Galleria Branch, Kolkata – 700156</p>
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Managing Director's Message

Dear Shareholders,

It gives me immense pleasure to present to you the Annual Report of **Kritika Wires Limited** for the financial year ended **March 31, 2025**. Financial Year 2024–25 has been a landmark year for our Company, marked by strong operational resilience, robust demand, and strategic growth initiatives that have propelled us to new heights.

Financial Performance

F.Y 2024–25 was a transformative year for the Company, witnessing a substantial growth in revenue. We closed the year with a turnover of ₹74,498.36 lakhs, registering a robust increase of over 72% as compared to ₹43,173.94 lakhs in the previous financial year. This significant increase in revenue during the year was primarily driven by the contribution from the Company's new manufacturing facility located at Bhubaneswar, which commenced commercial operations during the year and significantly enhanced the Company's production capacity and market reach.

Our Profit after Tax (PAT) stood at ₹1,013.48 lakhs for FY 2024–25, as compared to ₹1,040.08 lakhs in FY 2023–24. The marginal dip in net profitability was primarily due to volatility in input costs, freight charges, and increased financing expenses due to business expansion. However, our consistent efforts in operational optimization and cost control have ensured the sustenance of healthy margins.

Sectoral & Business Outlook

The Indian infrastructure and power transmission sectors continue to offer promising growth opportunities. Our specialized portfolio in steel wires and galvanized wires positions us advantageously to serve the ever-evolving requirements of State Electricity Boards, Power Grid Corporation of India Ltd., and other EPC players. As government thrust on rural electrification, smart grid projects, and infrastructure development remains strong, the demand outlook for our products remains robust.

Operational and Strategic Highlights

Our core strength lies in the manufacturing of a wide range of industrial steel wires, galvanized wires and aluminium wires, which cater extensively to critical sectors like power transmission and distribution. Our primary clientele includes State Electricity Boards, Power Grid Corporation of India Ltd., and other EPC contractors, reaffirming our position as a dependable player in this domain.

During the year, we enhanced our production capabilities, streamlined our supply chain processes, and undertook targeted marketing efforts to increase market penetration. Our strong order book and expanding customer base are testimony to our commitment to quality, reliability, and timely delivery.



Operational Excellence

During the year, we focused on strengthening our core manufacturing processes, improving production efficiency, and investing in maintenance and capacity expansion. We also undertook initiatives to enhance supply chain resilience and ensure timely delivery to our institutional and government customers, even amidst raw material price volatility.

Governance and Sustainability

As a listed entity, we continue to adhere to the highest standards of corporate governance, transparency, and compliance. We are increasingly aligning our operations with ESG principles and have initiated measures to reduce our environmental footprint, ensure workplace safety, and contribute positively to the communities around us.

Future Outlook

Looking ahead, the outlook remains optimistic. With continued investments in infrastructure, rural electrification, and power grid modernization by the Government, the demand for our products is expected to grow steadily. We aim to strengthen our market share through capacity enhancement, product innovation, and market penetration.

We also intend to further our presence in export markets, explore value-added product segments, and deepen our engagement with institutional buyers, thereby securing sustainable and diversified revenue streams.

Acknowledgements

On behalf of the Board and the entire management team, I extend my heartfelt thanks to all our stakeholders—customers, employees, business partners, regulatory authorities, and shareholders—for their unwavering support and trust.

We remain committed to building a stronger, more agile, and future-ready Kritika Wires Limited — one that continues to create enduring value for all.

Warm Regards

Sd/-

Hanuman Prasad Agarwal
Managing Director
Kritika Wires Limited



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

ECONOMIC OVERVIEW

Global Economy

In FY 2024–25, the global economy experienced moderate growth amid evolving macroeconomic conditions. While inflationary pressures showed signs of easing, central banks in major economies maintained a cautious monetary stance. The U.S. and European Union saw stable GDP growth with a focus on controlling interest rates and curbing inflation.

Supply chain normalization, recovery in global trade volumes, and resurgence in infrastructure spending across developing economies supported industrial activity. However, geopolitical tensions, volatile energy markets, and commodity price fluctuations continued to impact business sentiment across various sectors, including steel and allied industries.

Emerging markets in Asia and Africa showed resilience, benefiting from higher infrastructure investment, digital transformation, and increased foreign capital inflows.

Indian Economy

India maintained its position as one of the fastest-growing major economies during FY 2024–25. The country registered robust GDP growth, driven by strong domestic consumption, increased capital expenditure by the Government, and improved private sector investment, the Indian economy maintained its momentum with GDP growth estimated at around 7%.

The Union Budget continued to focus on infrastructure development, with enhanced allocations to sectors like railways, roads, power, and housing. Industrial production remained steady, with the manufacturing and construction sectors contributing significantly.

The government's push through programs such as **PM Gati Shakti**, **PLI (Production-Linked Incentive) schemes**, and **Make in India** further strengthened the domestic manufacturing landscape. Steel and wire-related sectors benefitted from increased demand in the power transmission, telecom, and renewable energy segments.

Despite global uncertainties, the Indian economy demonstrated resilience, supported by prudent fiscal management, stable monetary policy, and strong consumer confidence.



INDUSTRY OVERVIEW

The Indian steel wire and galvanized wire industry plays a critical role in supporting the country's infrastructure, power transmission, construction, and industrial manufacturing sectors. As a key sub-segment of the steel value chain, this industry continues to benefit from rising demand for durable, high-tensile, and corrosion-resistant wire products in both public and private sector projects.

During FY 2024–25, industry momentum was supported by several macroeconomic and sector-specific tailwinds. The Government of India's increased focus on infrastructure development—under initiatives such as 'Gati Shakti', National Infrastructure Pipeline (NIP), and Revamped Distribution Sector Scheme (RDSS)—has significantly enhanced demand for steel wires used in power transmission lines, fencing, bridges, and railway electrification.

Additionally, sustained investments by public sector utilities such as Power Grid Corporation of India Limited, State Electricity Boards, and urban infrastructure authorities continued to drive volume growth in galvanized and specialty wire segments. Private sector participation in renewable energy, warehousing, and smart cities also contributed to the expanding application base.

The industry, however, remains exposed to global commodity cycles, particularly fluctuations in raw material prices like steel billets and zinc, as well as energy costs. Despite these challenges, the long-term outlook remains favorable, supported by policy stability, rising urbanization, and the government's commitment to domestic manufacturing.

Overview of Financial Performance

During the financial year 2024–25, the Company recorded total revenue of ₹76,035.50 lakhs and a Profit After Tax (PAT) of ₹1,013.48 lakhs. The Earnings Per Share (EPS) for the year stood at ₹0.38. The growth in revenue was primarily driven by the successful contribution from the newly commissioned manufacturing facility at Bhubaneswar.

Key Business Update

The year marked a significant milestone with the operationalisation of the Bhubaneswar plant, which contributed substantially to the Company's top-line performance. No other major strategic initiatives, product launches, or expansions were undertaken during the year.



Industry Structure and Developments

The steel wire and galvanized wire industry in India continued to benefit from sustained government investment in infrastructure, rural electrification, and renewable energy sectors. Demand remained steady from core sectors such as construction, power transmission, and railways.

The government's push for infrastructure development under schemes like PM Gati Shakti, the increased allocation to the power sector, and a stable global commodity cycle provided a supportive environment for wire manufacturers. However, cost pressures and cyclical volatility persisted due to fluctuations in raw material and energy prices.

Opportunities and Threats

The Company is well-positioned to benefit from:

- Continued focus of the Government on infrastructure expansion and electrification.
- Participation in government tenders and supply to public sector units.
- Potential opportunities in export markets as global demand stabilizes.

However, the Company remains cautious of potential threats such as:

- Volatile prices of key raw materials like steel rods and zinc.
- Rising input and energy costs.
- Competitive pressure from un-organised and low-cost players.
- Evolving regulatory environment.

Risks and Concerns

Key risks and concerns include:

- **Raw Material Volatility:** Price fluctuations in steel and other metals impact margins.
- **Energy Costs:** Electricity and fuel cost volatility affects production economics.
- **Regulatory Risks:** Compliance with environment, labour, and tax regulations is becoming increasingly stringent.
- **Market Competition:** Presence of un-organised players and pricing pressure in tenders.

The Company actively monitors these risks and incorporates appropriate mitigation strategies.



Internal Control Systems and Adequacy

The Company maintains adequate internal control systems commensurate with the size and nature of its business. These systems are designed to ensure the orderly and efficient conduct of operations, safeguarding of assets, and accuracy in financial reporting.

Discussion on financial performance with respect to operational performance

The discussion on financial performance with respect to operational performance is given in the Board's Report.

Human Resources and Industrial Relations

The strength and stability of the workforce remained consistent during FY 2024–25. The Company continues to maintain a harmonious industrial environment with a focus on employee retention and workplace safety. There were no major training or engagement initiatives during the year.

Corporate Social Responsibility (CSR)

The Company complied with the provisions of Section 135 of the Companies Act, 2013. During the FY 2024–25 CSR activities of the Company remained aligned with statutory requirements.

Outlook

Looking ahead, Kritika Wires Limited remains optimistic about growth opportunities emerging from government-led infrastructure investments and the increasing demand for transmission and distribution networks across the country.

The Bhubaneswar plant is expected to significantly enhance capacity utilization and serve as a key growth driver in the coming years. The Company will continue to explore efficiency improvements and strengthen its market presence.



Cautionary Statement

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations, or predictions may be forward-looking in nature. Actual results may differ materially due to economic conditions, market developments, regulatory changes, and other external factors beyond the Company's control.

For and on behalf of the Board

sd/-

sd/-

Naresh Kumar Agarwal
Chariman-cum-Whole-time Director
(DIN:01020334)

Hanuman Prasad Agarwal
Managing Director
(DIN:00654218)

Place: Kolkata
Date -14th August, 2025



BOARD'S REPORT

To,
The Members,
Kritika Wires Limited

Your Directors have pleasure in presenting the **21st Annual Report** of the Company along with the **audited standalone financial statements** for the financial year ended **March 31, 2025**

FINANCIAL PERFORMANCE

The financial performance of the Company for the year ended 31st March, 2025, is summarized below:

Particulars	Amount in Lakhs (Rs.)	
	Year ended 31 st March, 2025	Year ended 31 st March, 2024
Total Income	76,035.50	43,843.14
Total Expenses	74,555.26	42,461.57
Profit or Loss before Extraordinary items and Exceptional items	1,480.24	1,381.57
Less: Exceptional Items	-	-
Less: Extraordinary Items	-	-
Profit before tax	1,480.24	1,381.57
Less: Current tax	379.76	350.53
Less: Deferred tax	87.00	(9.04)
Profit after Tax	1,013.48	1,040.08
Other Comprehensive Income	(6.77)	(11.40)
Total Comprehensive Income for the period/year	1,006.71	1,028.68



COMPANY'S OPERATIONAL REVIEW

During the year under review, the Company witnessed a considerable growth. The total income during the year under review has increased by 73.42 % from Rs. 43,843.14 lakhs in the previous to Rs. 76,035.50 lakhs. This growth was owing to improved demand, capacity utilization and expansion undertaken by the Company. The Profit Before Tax (PBT) was Rs. 1,480.24 lakhs against Rs. 1,381.57 lakhs in the previous year. The Profit After Tax (PAT) was Rs. 1,013.48 lakhs against Rs. 1,040.08 lakhs in the previous year. There was also a slight dip in the Profit after tax which was due to the initial cost of expansion incurred by the Company.

Change in the nature of business

There has been no change in the nature of business of the Company during the year.

Management Discussion and Analysis

The Company's business activity primarily falls within a single business segment i.e., manufacturing, exporting and supplying of industrial steel wires, aluminium wires and galvanized wires. The analysis on the performance of the industry, the Company, internal control systems, risk management are presented in the Management Discussion and Analysis Report forming part of this report.

DIVIDEND

In order to conserve resources for future expansion, the Board has not recommended any dividend for the financial year ended 31st March, 2025.

TRANSFER TO RESERVES

No amount has been transferred to the general reserves during the financial year under review.

SHARE CAPITAL

There was no change in the authorized, issued, subscribed or paid-up share capital of the Company during FY 2024–25.



DEPOSITS

The Company has not accepted any deposits from the public as defined under Sections 73 to 76 of the Companies Act, 2013 read with relevant rules.

CHANGE IN NATURE OF BUSINESS

There has been no change in the nature of business of the Company during the financial year.

MATERIAL CHANGES AND COMMITMENTS

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report

SUBSIDIARIES, JOINT VENTURES, OR ASSOCIATE COMPANIES

As on 31st March, 2025, the Company has no subsidiaries, joint ventures or associate companies.

Transfer of unpaid & Unclaimed Dividends & Shares to Investor Education and Protection Fund (IEPF):

Pursuant to Sections 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), there are no unpaid & unclaimed dividend pending with the Company for a period of more than seven years hence there is no amount transferred to IEPF.

SHARES CAPITAL

The Authorized Share Capital of the Company is Rs. 54,00,00,000/- divided into 27,00,00,000 equity shares of Rs. 2/- each.

Equity Shares:

The paid-up Equity Share Capital as on 31st March, 2025 is Rs. 53,25,60,000/- divided into 26,62,80,000 Equity Shares of Rs. 2/- each.



Sweat Equity Shares:

In terms of Sub-rule (13) of Rule 8 of Companies (Share Capital and Debentures) Rules, 2014, the Company has not issued any Sweat Equity Shares.

Differential Voting Rights:

In terms of Rule 4(4) of Companies (Share Capital and Debenture Rules, 2014), the Company has not issued any share with Differential Voting Rights.

Employee Stock Options:

In terms of Rule 12(9) of Companies (Share Capital and Debenture Rules, 2014), the Company has not issued any Employee Stock Options.

RESERVES

During the year under review, your Directors have not proposed to transfer any amount to Reserves.

ANNUAL RETURN

The Annual Return of the Company as on 31st March, 2025 in Form MGT - 7 is in accordance with Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014 and is available on the website of the Company at www.kritikawires.com

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

Conservation of Energy:

Your Company continues to lay emphasis on conservation of energy. The management consistently monitors energy usage across all manufacturing units and takes conscious steps to optimize energy efficiency. Several initiatives were undertaken during the year to reduce overall energy consumption and enhance process efficiency.



Technology Absorption:

The Company recognizes that continuous technological improvement is key to staying competitive in the wire manufacturing sector. It actively absorbs and adapts new technologies to enhance product quality, process reliability, and cost effectiveness.

Foreign Exchange Earning and Outgo:

The Company is continuously in search of new market throughout the globe for making its presence worldwide.

During the year under review, the details of foreign exchange earnings and outgo are as given below:

Particulars	Financial Year 2024-2025 (Rs. in Lakhs)	Financial Year 2023-2024 (Rs. in Lakhs)
Earning in Foreign Currencies	-	110.75
Expenditure in Foreign Currencies	2812.21	2016.77

RISK MANAGEMENT

The Board of Directors of Kritika Wires Limited recognizes that risk management is an integral part of good governance and a key element in achieving long-term strategic objectives. The Company follows a structured approach to identify, assess, and mitigate various internal and external risks across its operations, with a view to protecting stakeholder interests and enhancing business resilience.

On identification of a risk the management implements mitigation plans and is monitored through management reviews and internal audits.



Key Risks and Mitigation Measures

Risk Category	Description	Mitigation Measures
Market Risk	Volatility in demand from key customers like SEBs and infrastructure sector.	Diversification of customer base; entry into new geographies; strategic pricing model.
Raw Material Price Risk	Fluctuations in steel prices impact cost structure.	Long-term contracts with suppliers; inventory management strategies.
Regulatory Risk	Changes in environmental, labour, or tax laws may impact operations.	Regular compliance monitoring; proactive legal consultations; ESG integration.
Operational Risk	Downtime or inefficiency due to equipment failure or manpower issues.	Preventive maintenance; workforce training; automated process upgrades.
Supply Chain Risk	Disruption in procurement or logistics due to external events.	Multiple sourcing strategies; collaboration with reliable logistics partners.
Foreign Exchange Risk	Currency fluctuation affecting import costs of raw materials.	Hedging mechanisms and advance contracting.
Technology Risk	Obsolescence or lag in adopting new manufacturing technologies.	Investment in technology upgrades; industry benchmarking and innovation.
Environmental & Climate Risk	Potential impact of environmental regulations or climate-related events.	Shift to energy-efficient and sustainable practices; improved environmental compliance.

Risk Oversight

The Audit Committee and Board regularly review the risk profile of the Company. While Kritika Wires Limited is not currently required to constitute a Risk Management Committee under SEBI (LODR) Regulations, 2015, the Company maintains a proactive approach to enterprise risk management as part of its overall governance strategy.

LOANS, GUARANTEES OR INVESTMENTS

The particulars of all loans, guarantees or investments made by the Company are given in notes to Financial Statements.



RELATED PARTIES TRANSACTIONS

The Company has in place a Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions, in line with the provisions of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”).

Policy Framework

The objective of the policy is to ensure proper approval, disclosure, and reporting of transactions entered into between the Company and its related parties, in compliance with applicable laws and regulations. The policy is available on the Company’s website at: www.kritikawires.com.

Transactions during the Year

All related party transactions entered into during the financial year were in the ordinary course of business and on arm’s length basis. There were no material related party transactions during the year under review that required shareholder approval under Regulation 23(4) of SEBI LODR.

Disclosure under Section 188 of the Companies Act, 2013

There were no contracts or arrangements entered into with related parties which were not at arm’s length or not in the ordinary course of business, and thus disclosure in Form AOC-2 is **not applicable**.

Audit Committee and Board Oversight

All related party transactions are placed before the Audit Committee and the Board for prior approval. A quarterly statement of transactions entered with related parties is also reviewed by the Audit Committee to ensure compliance.

Key Related Party Transactions (FY 2024–25)

A summary of transactions with related parties, as required under applicable accounting standards (Ind AS 24), is provided in the Notes forming part of the Financial Statements forming part of this Annual Report.

The policy on Related Party Transactions is uploaded on the Company’s website www.kritikawires.com.



BOARD OF DIRECTORS, COMMITTEES AND MANAGEMENT

Composition

The Board of Directors of Kritika Wires Limited is a balanced and diverse body comprising a mix of Executive and Non-Executive Directors, including Independent Directors and a Woman Director, in compliance with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As on 31st March 2025, the Board consists of **eight (8) Directors**, out of which:

- **Three (3)** are Executive Directors, including the Managing Director and the Whole-time Director;
- **One (1)** is Non-executive Director
- **Four (4)** are Non-Executive Independent Directors, including **one Woman Independent Director**.

The composition of the Board ensures an appropriate mix of experience, skills, independence, and knowledge, enabling effective oversight and strategic direction to the Company's management. The Board functions cohesively, bringing together professionals with rich experience in the fields of manufacturing, finance, law, corporate governance, and business management.

There has been **no change** in the composition of the Board during the financial year under review.

The composition of the Board as on 31st March 2025 is as follows:

Name of Director	DIN	Designation
Hanuman Prasad Agarwal	00654218	Managing Director
Naresh Kumar Agarwal	01020334	Chairman-cum-Whole Time Director
Sanjeev Binani	01149866	Non-Executive Director
Ankush Agarwal	08071021	Whole Time Director
Niraj Jindal*	09511808	Independent Director
Shiv Kumar Saraff *	01141657	Independent Director
Rajiv Adukia	10371673	Independent Director
Pooja Bacchawat	09011940	Independent Woman Director

**Resigned w.e.f. 30th July, 2025*



The Board believes that its current composition is well-positioned to steer the Company on a path of sustained growth and value creation.

Board Committees

In order to assist the Board in discharging its responsibilities effectively, the Company has constituted the following Committees in line with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015:

There are 4 (four) committees of the Board as on 31st March, 2025., details of which are covered in the CG Report.

Induction / Resignation to Board

In accordance with Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of the Companies Act, 2013, the Company undertakes an induction and familiarization programme for its Directors to enable them to understand the nature of the industry in which the Company operates, the business model of the Company, their roles, rights, responsibilities, and the Company's strategy, operations, and functions.

The induction covers:

- Overview of the Company's operations, manufacturing setup, and product line.
- Introduction to key managerial personnel and senior leadership.
- Presentation on the strategic plan and performance trends.
- Overview of regulatory framework and governance structure.
- Detailed information on roles, responsibilities, and obligations of a Director under Companies Act and SEBI LODR Regulations.

Familiarisation Programme for Independent Directors:

In compliance with the requirements of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a structured Familiarisation Programme for its Independent Directors.

The purpose of the programme is to provide insights into the Company to enable the Independent Directors to understand its business model, operations, industry dynamics, and regulatory environment. It also aims to enable the Independent Directors to contribute significantly to the Company.



During the year under review, the Independent Directors were regularly updated on changes in regulatory frameworks, corporate governance developments, operational highlights, business performance, and strategy through presentations at Board and Committee meetings.

Retirement by Rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Sanjeev Binani [DIN:01149866], Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

The Board of Directors recommends his reappointment for the consideration of the shareholders at the forthcoming Annual General Meeting.

The brief profile and other details of the Director seeking reappointment, as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India (ICSI), form part of the Notice of the Annual General Meeting.

Meetings of the Board

During the financial year ended 31st March 2025, **seven (7) meetings** of the Board of Directors were held on 20th April, 2024, 28th May, 2024, 8th August, 2024, 3rd September, 2024, 16th October, 2024, 6th November 2024 and 22nd January, 2025. The intervening gap between two consecutive meetings was within the period prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of the Board meetings held during the year, along with the attendance of Directors at each meeting, are provided in the **Corporate Governance Report**, which forms part of this Annual Report.

The Company ensures that the agenda and relevant notes are circulated well in advance, and comprehensive presentations are made at the Board meetings to enable the Directors to take informed decisions.



Meeting of Independent Directors:

In terms of the provisions of Schedule IV of the Companies Act, 2013 and Regulation 25(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on 22nd January, 2025 without the presence of Non-Independent Directors and members of the management.

At the said meeting, the Independent Directors:

- Reviewed the performance of the Non-Independent Directors and the Board as a whole;
- Reviewed the performance of the Chairperson of the Company, taking into account the views of Executive and Non-Executive Directors;
- Assessed the quality, quantity, and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors expressed satisfaction on the overall performance and governance practices of the Board and the functioning of the management.

Declaration by Independent Directors:

The Company has received necessary declarations from all the Independent Directors under Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, all the Independent Directors have confirmed compliance with the Code of Conduct for Independent Directors as laid down under Schedule IV of the Companies Act, 2013. They have also affirmed that they have registered their names in the data bank maintained by the Indian Institute of Corporate Affairs (IICA) as per Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Board is of the opinion that the Independent Directors possess integrity, requisite expertise, and experience (including the proficiency as required under Rule 8 of the Companies (Accounts) Rules, 2014) and fulfill the conditions specified in the Act and the Listing Regulations, and are independent of the management.



Board Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance, the performance of its Committees, individual Directors, and the Chairperson of the Company for the Financial Year 2024–25.

The evaluation was carried out based on a structured questionnaire covering various aspects such as the Board's composition, structure, effectiveness of Board processes, quality of deliberations, strategic guidance, risk management, succession planning, and the contribution of individual Directors.

The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated. The Nomination and Remuneration Committee also reviewed the performance of the individual Directors and the Board as a whole.

The Board expressed its satisfaction with the overall functioning of the Board, its various Committees, and the performance of the individual Directors.

Key Managerial Personnel:

The Key Managerial Personnel of the Company as on 31st March, 2025 are:

S. No.	Name	Designation
1.	Mr. Naresh Kumar Agarwal	Chairman and Whole-time Director
2.	Mr. Hanuman Prasad Agarwal	Managing Director
3.	Mr. Ankush Agarwal	Whole-time Director
4.	Mr. Anand Kumar Sharma	Chief Financial Officer
5.	Mr. Mahesh Kumar Sharma	Company Secretary & Compliance Officer

During the year under review, there has been no change in the Key Managerial Personnel.



Directors' Responsibility Statement:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, your Directors state that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit / loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis ;
- 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; and
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Vigil Mechanism / Whistle Blower Policy

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a robust Vigil Mechanism and adopted a Whistle Blower Policy to provide a secure environment and framework for directors and employees to report genuine concerns, unethical behavior, suspected fraud, or any violation of the Company's code of conduct.

The mechanism provides for:

- Direct access to the Chairman of the Audit Committee.
- Protection of the identity of whistle blowers and confidentiality of the complaint.
- Safeguards against victimization of whistle blowers.

During the year under review, no complaint was received under the said mechanism. The Audit Committee periodically reviews the functioning of the vigil mechanism to ensure effectiveness.



NOMINATION AND REMUNERATION POLICY

The Board of Directors of Kritika Wires Limited, on the recommendation of the Nomination and Remuneration Committee (NRC), has formulated a comprehensive Nomination and Remuneration Policy in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Objective of the Policy:

The policy is designed to:

- Lay down criteria for appointment, performance evaluation, and removal of Directors, Key Managerial Personnel (KMP), and Senior Management.
- Ensure a balanced and performance-oriented remuneration structure that aligns with the long-term interests of the Company and its stakeholders.
- Attract and retain competent professionals and ensure diversity of thought and experience in the Board and senior leadership.

Key Features of the Policy:

- **Board Diversity:** Emphasizes diversity in terms of gender, expertise, experience, and background.
- **Remuneration Structure:**
 - **Non-Executive Directors:** Paid sitting fees and reimbursement of expenses incurred in the performance of duties. No stock options are granted.
 - **Executive Directors / KMPs / Senior Management:** Remuneration includes a fixed component (salary, allowances, perquisites) and variable performance-linked incentives based on Company and individual performance.
- **Performance Evaluation:** Lays down evaluation criteria for performance of Board, its Committees, individual Directors, and Senior Management.



Review of Policy:

The Committee reviews the policy annually or as required to ensure that it remains aligned with the Company's objectives, applicable laws, and evolving best practices.

Remuneration of Directors:

Name of the Directors	Salary (Rs.)	Perquisite (Rs.)	Others(Rs.)	Total (Rs.)
Mr. Hanuman Prasad Agarwal	42,00,000.00	0.00	0.00	42,00,000.00
Mr. Ankush Agarwal	28,80,000.00	0.00	0.00	28,80,000.00
Mr. Naresh Kumar Agarwal	12,00,000.00	0.00	0.00	12,00,000.00

The Board proposes to revise the remuneration of executive directors as follows subject to approval of members at the 21st Annual General Meeting.

Name of the Directors	Remuneration (inclusive of bonus, perquisites and other allowances /benefits (Rs.))
Mr. Hanuman Prasad Agarwal	60,00,000.00
Mr. Ankush Agarwal	45,00,000.00
Mr. Naresh Kumar Agarwal	20,00,000.00

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, Kritika Wires Limited did not have any subsidiary, joint venture, or associate company within the meaning of Section 2(6) and Section 2(87) of the Companies Act, 2013.

Accordingly, the disclosure in Form AOC-1 as required under Section 129(3) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 is not applicable to the Company.

However, the Company continues to explore suitable opportunities for strategic alliances and partnerships that can complement its growth strategy and add long-term value for the stakeholders.



DEPOSITS

During the year under review, the Company has not accepted any deposits from the public or its members falling within the meaning of Sections 73 to 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

Accordingly, as on 31st March, 2025:

- No amount on account of principal or interest on deposits was outstanding;
- There was no default in repayment of deposits or payment of interest thereon;

The Company has not accepted any deposits which are not in compliance with the requirements of the Companies Act, 2013 and the applicable rules.

INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

The Company has in place an adequate system of Internal Financial Controls (IFC) commensurate with the size and nature of its operations. These controls ensure the orderly and efficient conduct of business, including adherence to the Company's policies, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

The internal financial control systems are periodically tested for effectiveness by the Internal Auditors, and necessary improvements are implemented based on their recommendations. The reports of the internal audit are reviewed by the Audit Committee and corrective actions, wherever necessary, are undertaken.

During the year under review:

- No material weakness in the design or operation of internal controls was observed.
- The Audit Committee and the Board are satisfied with the adequacy and effectiveness of the Company's internal financial control systems.

The Company also continues to invest in the automation of business processes and strengthening of IT controls to support its financial control framework.



AUDIT AND ALLIED MATTERS

Statutory Auditors:

Pursuant to the provisions of Section 139, 141, 142 of the Companies Act, 2013 and the rules made thereunder, **M/s. G.P. Agrawal & Co., Chartered Accountants**, Kolkata (Firm Registration No. 302082E), were appointed as the **Statutory Auditors** of the Company for a term of five (5) consecutive years at the 20th Annual General Meeting held in the year 2024, to hold office till the conclusion of the 25th Annual General Meeting to be held in the year 2029.

The Auditors have confirmed that they continue to satisfy the eligibility criteria prescribed under the Companies Act, 2013 and the Chartered Accountants Act, 1949.

The Audit Report on the financial statements for the financial year ended 31st March, 2025, does not contain any qualification, reservation, adverse remark or disclaimer. The Auditors' Report is self-explanatory and does not call for any further comments.

Internal Auditors:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the rules made thereunder, the Board of Directors had appointed M. Kumar Jain & Co., Chartered Accountants, as the Internal Auditors of the Company for the financial year 2024–25.

The Internal Auditors conduct a periodic review of the Company's operations and internal control systems. Their reports, findings, and recommendations are presented to the Audit Committee, which ensures the implementation of corrective actions and strengthening of internal control measures wherever required.

The Internal Audit function plays a key role in providing to the Board and the Management an objective assurance on the effectiveness of the Company's risk management, control, and governance processes.



Secretarial Audit:

The Board of Directors had appointed Mr. Rajesh Ghorawat, Company Secretary in Practice, to conduct Secretarial Audit for the financial year 2024-25 pursuant to the provisions of Section 204 of the Companies Act, 2013 read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report of Mr. Rajesh Ghorawat, Company Secretary in Practice, for the financial year 2024-25, in the prescribed Form-MR-3 is appended as to this Board's Report.

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

In compliance with Regulation 24A of the SEBI Listing Regulations and Section 204 of the Companies Act, 2013, the Board at its meeting held on 14th August, 2025, based on recommendation of the Audit Committee, has approved the appointment of Ms. Sweta Gupta (ACS: 59873), a peer reviewed Company Secretary in Practice and proprietor of M/s. RSG & Associates, Company Secretaries, as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members at the ensuing AGM..

Cost Audit:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records as specified by the Central Government and accordingly such accounts and records are made and maintained in the prescribed manner.

The Board of Directors, on the recommendation of the Audit Committee, has re-appointed M/s. Sohan Lal Jalan & Associates, Cost Accountants, as the Cost Auditors of the Company for conducting the cost audit for the financial year 2025-26. The necessary resolution for ratification of the remuneration of the Cost Auditors is included in the Notice convening the ensuing Annual General Meeting, for approval of the Members.

CORPORATE GOVERNANCE

The Company adheres to follow the best corporate governance. As per Regulation 34 read with Schedule V (C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance along with a certificate received from the Auditors confirming compliance is annexed and forms part of the Annual Report.



SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS

During the financial year under review, no significant or material orders were passed by any regulator, court, or tribunal which would impact the going concern status of the Company or its future operations.

The Company continues to comply with all applicable regulatory and statutory requirements in a timely and transparent manner.

DISCLOSURE ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company has always believed in providing a safe and harassment-free workplace for every individual, including women. In line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, *Kritika Wires Limited* has in place an Internal Complaints Committee (ICC) to address complaints of sexual harassment.

During the financial year ended 31st March, 2025, no complaint was received pertaining to sexual harassment.

The Company continues to conduct awareness programmes and training sessions for employees to promote a respectful and inclusive workplace culture.

a.	Number of complaints of Sexual Harassment received in the Year	0
b.	Number of Complaints disposed off during the year	0
c.	Number of cases pending for more than ninety days	0

REMUNERATION RATIO TO DIRECTORS/KMP/EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as **Annexure – A**, forming part of this report.



CORPORATE SOCIAL RESPONSIBILITY (CSR)

In accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, *Kritika Wires Limited* has constituted a Corporate Social Responsibility (CSR) Committee and has framed a CSR Policy to undertake socially responsible initiatives.

For the financial year 2024–25, the Company was required to spend an amount of ₹ **18.23 Lacs** towards CSR activities. The Company has undertaken various projects in the areas of education, healthcare, and rural development in accordance with its CSR Policy, which are aligned with Schedule VII of the Companies Act, 2013.

The detailed report on CSR activities and expenditure incurred during the year is provided as **Annexure B** to this Report, in the format prescribed under Rule 8 of the Companies (CSR Policy) Rules, 2014.

The CSR Policy is available on the website of the Company at www.kritikawires.com.

OTHER DISCLOSURES

Secretarial Standards:

The Company has complied with the applicable provisions of **Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI)** as mandated under Section 118(10) of the Companies Act, 2013.

Specifically, the Company has complied with:

- **Secretarial Standard on Meetings of the Board of Directors (SS–1)**
- **Secretarial Standard on General Meetings (SS–2)**

These standards have been followed in letter and spirit to ensure transparency, uniformity, and good governance in the conduct of Board and General Meetings.



Proceeding pending under the Insolvency and Bankruptcy Code, 2016:

During the financial year under review, no application has been made, nor is any proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 (IBC) before the National Company Law Tribunal (NCLT) or any other competent authority.

The Company has maintained a healthy financial position and has been regular in meeting its debt obligations.

Maternity Benefit:

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

APPRECIATION & ACKNOWLEDGEMENT

The Board of Directors places on record its sincere appreciation for the continued support, cooperation, and trust reposed by the shareholders, customers, business associates, suppliers, bankers, financial institutions, regulatory authorities, and various stakeholders.

The Directors also acknowledge and appreciate the dedicated efforts and contribution of the employees at all levels, which has been instrumental in the Company's consistent performance and growth.

Your Directors look forward to your continued support and encouragement in the years ahead.

For and on behalf of the Board
Kritika Wires Limited

sd/-

Naresh Kumar Agarwal
Chairman-cum-Wholetime Director
(DIN:01020334)

sd/-

Hanuman Prasad Agarwal
Managing Director
(DIN:00654218)

Place: Kolkata

Date: 14th August, 2025

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

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

To
The Members of
M/s. Kritika Wires Limited
Unit-201, 2nd Floor
Bus Terminus and Commercial Complex,
Plot-BG-12, AA-I
New Town Pride Hotel Bldg.
Kolkata – 700 156

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Kritika Wires Limited** (hereinafter called “the Company”). The 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 books, papers, minute books, forms and returns filed and other records maintained by the Company and also based on 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 31st March, 2025 (“Audit Period”) generally 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 31st March, 2025, to the extent applicable, according to the provisions of:

- (i) The Companies Act, 2013 (“the Act”) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (“SCRA”) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (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 *(Not Applicable to the Company during the period under review)*;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 *(Not Applicable to the Company during the period under review)*;
 - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 *(Not Applicable to the Company during the period under review)*;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client *(Not Applicable to the Company during the period under review)*;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 *(Not Applicable to the Company during the period under review)*; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *(Not Applicable to the Company during the period under review)*.
- (vi) Other applicable laws generally applicable to the Industry/Company.
- a) The Factories Act, 1948;
 - b) The Payment of Wages Act, 1936;
 - c) The Minimum Wages Act, 1948;
 - d) The Payment of Gratuity Act, 1972;
 - e) The Child Labour (Prohibition & Regulations) Act, 1986;
 - f) The Environment (Protection) Act, 1986, read with the Environment (Protection) Rules, 1986;
 - g) The Water (Prevention & Control of Pollution) Act, 1974, read with Water (Prevention & Control of Pollution) Rules, 1975;
 - h) The Air (Prevention & Control of Pollution) Act, 1981 read with Air (Prevention & Control of Pollution) Rules, 1982.

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

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

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

In respect of other laws specifically applicable to the Company, I have relied on the information/records produced by the Company during the course of my audit and the reporting is limited to that extent.

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 was given to all directors to schedule the Board Meetings/committee meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decisions is carried through while dissenting members' views, if any, are captured and recorded as part of the minutes.

The Company has necessary software for Structured Digital Database (SDD) pursuant to Regulations 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 and the same is commensurate with the size and operations of the Company.

I further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), I am of the opinion there are adequate systems and processes in place in the Company which is commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no major events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.



Rajesh Ghorawat
Practising Company Secretary
M.No. F7226
CP No. 20897

Place: Kolkata

Date: 9th May, 2025

UDIN: F007226G000306008
ICSI Peer Review No.: 1992/2022

Annexure-I

To
The Members of
M/s. Kritika Wires Limited
Unit-201, 2nd Floor
Bus Terminus and Commercial Complex,
Plot-BG-12, AA-I
New Town Pride Hotel Bldg.
Kolkata – 700 156

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, followed by me 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 representation 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, 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.



Rajesh Ghorawat
Practising Company Secretary
M.No. F7226
CP No. 20897

Place: Kolkata
Date: 9th May, 2025

UDIN: F007226G000306008
ICSI Peer Review No.: 1992/2022



Annexure-A

PARTICULARS OF EMPLOYEES

The information required pursuant to section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given hereunder:

- i. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year are given hereunder:

Name	Designation	Remuneration paid during FY 2024-25* (Rs. in Lakhs)	Ratio of remuneration to median remuneration of employees (Including Whole-time Directors)
Mr. Hanuman Prasad Agarwal	Managing Director	42,00,000/-	21.64
Mr. Ankush Agarwal	Whole-time Director	28,80,000/-	14.84
Mr. Naresh Kumar Agarwal	Chairman cum Whole-time Director	12,00,000/-	6.18

**Sitting fees paid to Non-executive Directors during the year is not considered as remuneration for ratio calculation purpose.*

- ii. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year are given hereunder: Nil
- iii. The percentage of increase in the median remuneration of employees in the financial year: 10.15% due to Annual Appraisal).
- iv. The number of permanent employees on the role of company as on 31st March, 2025 is 157 nos., including Executive directors.



- v. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration : Nil

For and on behalf of the Board
Kritika Wires Limited

sd/-

Naresh Kumar Agarwal
Chairman-cum-Wholtime Director
(DIN:01020334)

sd/-

Hanuman Prasad Agarwal
Managing Director
(DIN:00654218)

Place: Kolkata
Date: 14th August, 2025



Annexure-B

**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES
AS PRESCRIBED UNDER SECTION 135 OF THE COMPANIES ACT, 2013 AND
COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014**

1. Brief Outline of CSR Policy of the Company:

Kritika Wires Limited (“the Company”) recognizes its responsibility towards the community and environment and is committed to sustainable and inclusive growth. The Company’s CSR policy focuses on contributing to various social causes as defined under Schedule VII of the Companies Act, 2013. It aims to support initiatives in areas such as education, healthcare, environmental sustainability, and rural development.

2. Composition of the CSR Committee:

As per the Companies Act, 2013, the Company has constituted CSR Committee consisting of following directors (as on 31st March, 2025):

Name of Director	Designation/Nature of Directorship	Number of Meetings held	Number of Meetings Attended
Mr. Rajiv Adukia	Chairman, Non-Executive Independent Director	1	1
Mr. Niraj Jindal *	Non-Executive Independent Director	1	1
Mr. Shiv Kumar Saraff *	Non-Executive Independent Director	1	1
Mr. Hanuman Prasad Agarwal	Member, Managing Director	1	1

***Resigned w.e.f 30th July, 2025**

One meeting of the CSR Committee was held on 11th February, 2025.

3. Provide the web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company:

These details are disclosed on the Company’s website at www.kritikawires.com.



4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:

The Company at present is not required to carry out impact assessment in pursuance of sub- rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014.

5. (a) Average net profit of the Company as per section 135(5): Rs. 914.46 Lacs
 (b) Two percent of average net profit of the company as per section 135(5):Rs. 18.28 lakhs
 (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: 0.05 lacs
 (d) Amount required to be set off for the financial year, if any:0.05 lakhs
 (e) Total CSR obligation for the financial year : Rs.18.23 lakhs
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) :Rs.18.25 lakhs
 (b) Amount spent in Administrative Overheads: Nil
 (c) Amount spent on Impact Assessment, if applicable: Nil
 (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 18.25 lakhs
 (e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (Rs. in lakhs)	Amount Unspent (in Rs.) FY- 2024-25				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section-135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
18.25	Nil	Not Applicable	Not Applicable	Nil	Not Applicable

- (f) Excess amount for set off, if any: 0.02 lacs.



7. **Details of Unspent CSR amount for the preceding three financial years:** Not Applicable
8. **Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:** No
9. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):** Not Applicable

For and on behalf of the Board
Kritika Wires Limited

sd/-

sd/-

Rajiv Adukia
Chairman CSR Committee
(DIN:10371673)

Hanuman Prasad Agarwal
Managing Director
(DIN:00654218)

Place:Kolkata

Date: 14th August, 2025



Corporate Governance Report

The detailed Report on Corporate Governance for the financial year ended 31st March, 2025 has been prepared in compliance to the requirement of Regulation 17 to 27, read with Schedule V and Clauses (b) to (i) and (t) of Regulation 46(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations').

Company's Philosophy on Corporate Governance

Kritika Wires Limited is committed to upholding the highest standards of corporate governance. The Company believes that good governance practices serve as a foundation for sustainable growth, strengthening the confidence of all stakeholders. Our governance framework emphasizes ethical conduct, integrity, transparency, and accountability across all functions of the organization.

Board of Directors

The Board of Directors is entrusted with the overall governance, strategic guidance, and supervision of the Company's affairs. It ensures legal compliance, protection of stakeholders' interests, and value creation for shareholders.

In terms of the provisions of the Companies Act, 2013 ("the Act") and the SEBI Listing Regulations, the Directors of the Company submit necessary disclosures regarding the positions held by them on the Board and/ or the Committees of other companies with changes therein, if any, on periodical basis. On the basis of such disclosures, it is confirmed that as on 31st March, 2025 none of the Directors of the Company:

- holds Directorship positions in more than 20 (Twenty) companies [including 10 (Ten) public limited companies and 7 (Seven) listed companies;
- holds Executive Director position and serves as an Independent Director in more than 3 (Three) listed companies;
- is a Member of more than 10 (Ten) Committees and/ or Chairperson of more than 5 (Five) Committees, across all the Indian public limited companies in which they are Directors.

As on 31st March, 2025, the Board consisted of 8 (Eight) Directors:

- 1 Managing Director
- 1 Non-Executive Chairman
- 2 Wholetime Director



- 3 Independent Directors
- 1 Independent Woman Director

Composition of the Board

- Mr. Hanuman Prasad Agarwal – Managing Director
- Mr. Naresh Kumar Agarwal – Chairman-cum-Wholetime Director
- Mr. Sanjeev Binani – Non-Executive Director
- Mr. Ankush Agarwal – Wholetime Director
- Mr. Niraj Jindal – Independent Director *
- Mr. Shiv Kumar Saraff – Independent Director*
- Mr. Rajiv Adukia – Independent Director
- Ms. Pooja Bacchawat – Independent Woman Director

*Resigned wef 30th July, 2025

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and at the last Annual General Meeting (AGM) held on 30th September, 2024 and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited (listed) companies as on 31st March, 2025 are given below:

Name of the Director	Category	No. of Board Meeting Attended	Attendance at last AGM held on 30 th September, 2024	Directorship in Other Listed Companies	No. of Committee position held in Other Companies (listed)	
					Chairperson	Member
Mr. Naresh Kumar Agarwal (DIN: 01020334)	Executive Director(Chairman cum Wholetime Director)	7	Yes	0	0	0
Mr. Hanuman Prasad Agarwal (DIN: 00654218)	Executive Director (Managing Director)	7	Yes	0	0	0
Mr. Ankush Agarwal	Executive Director	7	Yes	0	0	0



(DIN: 08071021))	(Whole-time Director)					
Mr. Sanjeev Binani (DIN: 01149866)	Non-Executive Director	7	Yes	0	0	0
Mr. Shiv Kumar Saraff (DIN: 01141657)	Non-Executive Independent Director	7	Yes	0	0	0
Mr. Niraj Jindal (DIN: 09511808)	Non-Executive Independent Director	7	Yes	0	0	0
Mr. Rajiv Adukia (DIN: 10371673)	Non-Executive Independent Director	7	Yes	0	0	0
Mrs. Pooja Bacchawat (DIN: 09011940)	Non-Executive Independent Director	7	Yes	1	0	2

Board Meetings: During the financial year 2024-25, 7 (Seven) Board Meetings were held on 20th April, 2024; 28th May, 2024; 8th August, 2024; 3rd September, 2024; 16th October, 2024; 6th November, 2024 and 22nd January, 2025.

In accordance with Regulation 26(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 the details of directorship held by Independent Directors in other listed entities, along with the category of directorship as on 31st March, 2025 are as under:

None of the Independent director serve as an Independent Director in more than Seven listed entities as required under Regulation 17A(1) of SEBI (LODR) Regulations, 2015.



Shareholding of Directors

Details of equity shares of the Company held by the Directors as on 31st March 2025 is given below:

Name of Director	Category	Number of Shares held
Mr. Naresh Kumar Agarwal	Executive Director	1,25,99,999 equity shares
Mr. Hanuman Prasad Agarwal	Executive Director	1,75,10,787 equity shares
Mr. Sanjeev Binani	Non-Executive Director	1,50,000 equity shares

Disclosure Of Relationship Between Directors

As per the disclosures received from the Directors and in accordance with Regulation 26(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is confirmed that, **except as stated below**, none of the Directors of the Company are related to each other in terms of the definition of ‘relative’ under Section 2(77) of the Companies Act, 2013:

- **Mr. Hanuman Prasad Agarwal**, Managing Director, and **Mr. Naresh Kumar Agarwal**, Chairman and Mr. Ankush Agarwal, Director are related to each other in terms of definition of Relative given under the Companies Act, 2013.
- No other Directors are related inter-se.

This disclosure is also in line with the declarations received under Regulation 36(3) of SEBI (LODR) Regulations, 2015.

Skills / Expertise / Competencies of the Board of Directors –

The Board possesses a blend of skills and expertise essential for guiding the Company, including:

- In-depth knowledge of the Company's business, policies, and the steel wire industry.
- Strategic thinking, leadership, and effective communication.
- Experience in business strategy, sales, marketing, finance, governance, forex, and decision-making.
- Financial and managerial acumen.
- Technical and professional expertise relevant to Company's operations.

The Board periodically reviews its composition and skill set to ensure alignment with the Company's strategic goals and industry developments.



Board Procedure

The Board meetings of the Company are conducted in a structured and efficient manner to facilitate informed decision-making. The agenda for each meeting is prepared in consultation with the Chairman and Managing Director and is circulated in advance to all Directors, along with comprehensive background notes and relevant documents. The Company Secretary ensures that the proceedings are conducted in compliance with the statutory requirements, applicable laws, and Secretarial Standards. All vital information relating to the Company's operations, finances, risks, and compliance matters is placed before the Board for consideration and strategic guidance.

Code of Conduct

The Company has adopted a Code of Conduct for its Board of Directors and Senior Management Personnel, which outlines the principles and standards that guide their ethical behaviour, integrity, and professionalism in the discharge of their duties. The Code reflects the Company's commitment to conducting its business in a fair, transparent, and responsible manner. All members of the Board and Senior Management have affirmed compliance with the Code during the financial year. The Code is available on the Company's website.

Independent Directors and Separate Meeting

The Independent Directors of the Company fulfill the criteria of independence as prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. They bring an objective view in the deliberations of the Board and play a pivotal role in upholding corporate governance standards.

During the year, a separate meeting of the Independent Directors was held on 22nd January, 2025 without the presence of Non-Independent Directors and members of management, as required under the applicable provisions. The Independent Directors reviewed the performance of the Board, its Committees, the Chairperson, and assessed the quality, quantity, and timeliness of flow of information between the management and the Board.

3. Committees of the Board

a) Audit Committee

The Audit Committee of the Company is constituted in accordance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (LODR) Regulations, 2015.



The Committee comprises of Executive Director and Independent Directors who possess sound financial knowledge and expertise.

- Mr. Rajiv Adukia (Independent Director) – Chairman
- *Mr. Shiv Kumar Saraff (Independent Director) – Member
- *Mr. Niraj Jindal (Independent Director) – Member
- Mr. Hanuman Prasad Agarwal (Executive Director) – Member

* Resigned w.e.f - 30th July, 2025

The Audit Committee provides oversight of the Company's financial reporting process, internal controls, audit mechanisms, and compliance with legal and regulatory requirements. It also reviews quarterly and annual financial statements, internal audit reports, and the observations of statutory auditors.

The Committee met at regular intervals on 28th May, 2024, 8th August, 2024, 16th October, 2024 and 22nd January, 2025 during the year and discharged its duties effectively. The Minutes of the Audit Committee meetings were placed before the Board for noting.

The Audit Committee discharges its responsibilities effectively and plays a key role in ensuring the integrity of financial reporting and compliance framework of the Company.

Terms of Reference of the Audit Committee

The Audit Committee of the Company functions in accordance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 read with Part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms of reference of the Audit Committee, inter alia, include the following:

- Oversight of the Company's financial reporting process and the disclosure of financial information.
- Reviewing the quarterly and annual financial statements before submission to the Board.
- Reviewing internal control systems, risk management policies, and compliance with legal and regulatory requirements.
- Recommending appointment, remuneration, and terms of appointment of statutory auditors, internal auditors, and secretarial auditors.
- Reviewing reports of internal and statutory auditors and management responses thereto.
- Reviewing the functioning of the whistle blower mechanism.
- Approval of transactions with related parties and review of significant related party transactions.



Review of Information by Audit Committee

The Audit Committee reviews, on a periodic basis, the financial and operational information of the Company to ensure accuracy, adequacy, and transparency. In line with Regulation 18(3) of SEBI (LODR) Regulations, 2015, the Committee reviews:

- Management discussion and analysis of financial condition and results of operations
- Internal audit reports and findings, along with corrective actions taken
- Quarterly and annual financial statements before submission to the Board
- Statement of significant related party transactions
- Management letters issued by statutory auditors
- Internal control systems and their adequacy
- Risk management framework and major risk exposures
- Status of compliance with applicable laws and regulatory requirements

Through this process, the Audit Committee ensures that effective financial controls and governance mechanisms are in place.

b) Nomination & Remuneration Committee

The Nomination and Remuneration Committee is constituted in line with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR) Regulations, 2015. The Committee comprises of Independent Directors only and is chaired by an Independent Director.

Composition:

- Mr. Rajiv Adukia (Non-Executive Independent Director) – Chairman
- *Mr. Shiv Kumar Saraff (Non-Executive Independent Director) – Member
- *Mr. Niraj Jindal (Non-Executive Independent Director) – Member

* Resigned w.e.f - 30th July, 2025

The Committee is responsible for identifying and recommending persons who are qualified to become Directors or be appointed in senior management, evaluating their performance, and determining their remuneration. It also reviews and implements the Nomination and Remuneration Policy of the Company.

The Committee met only Once on 11th February, 2025 during the year.



Terms of Reference of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) of the Company is constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015. Its key terms of reference include:

- Identifying and recommending candidates who are qualified to become Directors and Key Managerial Personnel (KMPs) in accordance with the criteria laid down
- Formulating criteria for evaluation of performance of the Board, its Committees, and individual Directors
- Recommending to the Board a policy relating to the remuneration of Directors, KMPs, and other employees
- Reviewing and implementing succession planning for Directors and senior management
- Ensuring the diversity of the Board in terms of knowledge, experience, and expertise
- Reviewing and recommending the structure and level of remuneration (including fixed and variable components) for Executive and Non-Executive Directors
- Overseeing familiarisation programs for Independent Directors

The Committee ensures that the appointment and remuneration of Directors and senior executives is aligned with the long-term interests of the Company and its stakeholders.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (LODR) Regulations, 2015, the Board has carried out an annual evaluation of its own performance, the performance of individual Directors, including Independent Directors, and that of its Committees.

The evaluation process was carried out through a structured questionnaire covering various aspects such as the composition, structure, effectiveness, contribution, and functioning of the Board and its Committees. The performance of individual Directors was assessed based on parameters such as participation, preparedness, contribution in discussions, and understanding of the Company's business.

The feedback received from the evaluation was reviewed and discussed by the Nomination and Remuneration Committee and the Board, and appropriate actions were initiated, where necessary, to enhance the effectiveness of the Board and its Committees.

The performance evaluation process for the FY 2024-2025 has been completed.



Nomination and Remuneration Policy

Kritika Wires Limited has adopted a Nomination and Remuneration Policy in line with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The policy is framed with the objective of ensuring a transparent and fair process for selection, appointment, and remuneration of Directors, Key Managerial Personnel (KMPs), and Senior Management of the Company.

The Policy sets out the criteria for determining qualifications, positive attributes, and independence of Directors and also provides guidelines for evaluating their performance. It emphasizes aligning the remuneration structure with the Company's objectives, industry benchmarks, and shareholders' expectations, while rewarding merit, performance, and potential.

The Nomination and Remuneration Committee of the Company administers the policy and ensures that it remains effective and relevant to the evolving needs of the business.

Remuneration to Executive Directors

The remuneration paid to the Executive Directors of Kritika Wires Limited is determined in accordance with the Nomination and Remuneration Policy of the Company, and is aligned with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The remuneration structure is designed to attract, retain and motivate competent leadership for driving sustainable performance. It comprises fixed components such as salary, perquisites and other benefits, and may include variable pay linked to the individual and Company's performance, as approved by the Board and shareholders, wherever required.

The remuneration is reviewed periodically, taking into account the financial performance of the Company, industry benchmarks, individual performance, and role responsibilities. During the financial year, the Executive Directors did not receive any stock options or performance-linked incentives.

All remuneration paid is disclosed in the financial statements and reported to shareholders in accordance with applicable laws and regulations.

Remuneration to Non-Executive Director

The Non-Executive Directors of Kritika Wires Limited, including Independent Directors, are compensated by way of sitting fees for attending meetings of the Board and its Committees. The payment of sitting fees is in accordance with the provisions of the Companies Act, 2013 and the Nomination and Remuneration Policy of the Company.



No commission, performance-linked incentives, or stock options are paid to the Non-Executive Directors. The level of sitting fees is reviewed periodically and is aligned with industry norms and regulatory limits.

The Company ensures that the remuneration to Non-Executive Directors is commensurate with their roles, responsibilities, and contribution to the decision-making process of the Board and its Committees.

Remuneration to Key Managerial Personnel (KMP) and other Employees:

Executive Directors (ED)

Name of the Directors	Salary (Rs.)	Perquisite (Rs.)	Others(Rs.)	Total (Rs.)
Mr. Hanuman Prasad Agarwal	42,00,000.00	0.00	0.00	42,00,000.00
Mr. Ankush Agarwal	28,80,000.00	0.00	0.00	28,80,000.00
Mr. Naresh Kumar Agarwal	12,00,000.00	0.00	0.00	12,00,000.00

Non-Executive Directors (ED)

Name of the Directors	Salary (Rs.)	Perquisite (Rs.)	Others(Rs.)	Total (Rs.)
Mr. Rajiv Adukia	96,000.00	0.00	0.00	96,000.00
Mrs. Pooja Bachhawat	38,000.00	0.00	0.00	38,000.00

c) Stakeholders Relationship Committee

In compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Stakeholders Relationship Committee (SRC) of Kritika Wires Limited is constituted to consider and resolve the grievances of the security holders of the Company.

Composition (as on March 31, 2025):

- Mr. Rajiv Adukia(Non-Executive Independent Director) – Chairman
- *Mr. Shiv Kumar Saraff (Non-Executive Independent Director) – Member
- *Mr. Niraj Jindal (Non-Executive Independent Director)– Member

* Resigned w.e.f - 30th July, 2025



Terms of Reference:

The Stakeholders Relationship Committee primarily focuses on:

- Reviewing redressal of shareholder and investor complaints, including those related to non-receipt of share certificates, annual reports, dividend payments, etc.
- Monitoring the performance of the Registrar and Share Transfer Agent (RTA) and ensuring efficient investor service.
- Approving issue of duplicate share certificates and overseeing transmission or transposition of shares.
- Ensuring timely and effective communication with shareholders and resolving their concerns.

During the financial year 2024–25, the Committee met once on 11th February, 2025 and ensured that all investor grievances were resolved promptly and satisfactorily. The Company Secretary acts as the Compliance Officer and also assists in the effective functioning of the Committee.

All complaints received during the year were resolved promptly to the satisfaction of the shareholders.

a) Corporate Social Responsibility (CSR) Committee

In accordance with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has constituted a **Corporate Social Responsibility (CSR) Committee**.

Composition of the CSR Committee (as on March 31, 2025):

- Mr. Rajiv Adukia (Independent Director) – Chairman
- *Mr. Shiv Kumar Saraff (Independent Director) – Member
- *Mr. Niraj Jindal (Independent Director) – Member
- Mr. Hanuman Prasad Agarwal (Executive Director) – Member

* Resigned w.e.f - 30th July, 2025.

The CSR Committee is responsible for formulating and recommending the CSR Policy to the Board, identifying areas of intervention, recommending CSR projects to be undertaken, monitoring the implementation of such projects, and ensuring compliance with statutory obligations.

During the financial year 2024–25, the Committee met once on 11th February, 2025. All the members were present at the meeting.



CSR Budget and Expenditure:

- The average net profit of the Company for the past three financial years, calculated as per Section 198 of the Companies Act, 2013, was **Rs. 914.45 lakhs**.
- Accordingly, the minimum CSR obligation for FY 2024-25 was **Rs. 18.29 lakhs** (2% of average net profits).
- The Company **has spent Rs. 18.25 lakhs** (after taking into consideration the excess amount spent towards CSR in FY 2023-2024) during the year on CSR activities, thereby meeting its statutory obligation.

The Company's CSR focus remains on areas such as education, healthcare, rural development, and environmental sustainability in alignment with its CSR policy.

The CSR Policy of the Company is available on its website at www.kritikawires.com.

The **Annual Report on CSR activities** in the format prescribed under the Companies (CSR Policy) Rules, 2014 is annexed to the Board's Report.

General Body Meetings

- a) Location and time where last three AGMs were held:

The details of the last three Annual General Meetings (AGMs) of the Company held is given as under:

Financial Year	Date and Time	Venue	No. of Special Resolution passed
2023-24	30 th September, 2024 at 1:00 P.M	Video Conference (V.C) / Other Audio Visual Means (OAVM)	Nil
2022-23	30 th September, 2023 @ 1:00 P.M	Video Conference (V.C) / Other Audio Visual Means (OAVM)	4 Resolutions b) Re-appointment of Mr. Hanuman Prasad Agarwal (DIN: 00654218) as the Managing Director ; c) Re-appointment of Mr. Ankush Agarwal (DIN:08071021) as the



			<p>whole-time Director of the Company.</p> <p>d) Re-appointment of Mr. Naresh Kumar Agarwal(DIN: 01020334) as the Chairman-cum-whole time director of the Company</p> <p>e) Alteration of Memorandum of Association.</p>
2021-22	29 th July, 2022 @ 2:00 P.M	Unit No.-201, 2 nd Floor, Bus Terminus & Commercial Complex, Plot – BG-12, AA-I, New Town, Pride Hotel Building, Kolkata – 700156	<p>1 Resolution</p> <p>a) Alteration of Capital Clause of Memorandum of Association of the Company.</p>

b) Extra-ordinary General Meeting

Apart from the Annual General Meeting, NO Extra-Ordinary General Meeting was held during the Financial Year 2024-25.

c) Postal Ballot

No Special resolution was passed during the Financial Year 2024-25 through Postal Ballot.

As on the date of this report, no Special Resolution is proposed to be passed through Postal Ballot.

Means of Communication

Kritika Wires Limited ensures timely, transparent, and accurate dissemination of information to all its stakeholders. The Company believes in consistent communication with shareholders and the public to promote transparency and build investor confidence.

1. Quarterly Financial Results:

The quarterly, half-yearly, and annual financial results of the Company are approved by the Board of Directors and submitted to the National Stock Exchange of India Limited (NSE), where the Company is listed. These results are also published in widely circulated newspapers such as:



- **Financial Express** (English – all India edition)
- **Arthik Lipi** (Bengali – Kolkata edition)

2. Website:

The Company maintains a functional website: www.kritikawires.com, which is regularly updated with relevant information for shareholders, including financial results, shareholding patterns, press releases, corporate announcements, policies, notices, and other statutory disclosures under the SEBI (LODR) Regulations, 2015.

3. Stock Exchange Disclosures:

All material information, quarterly results, and statutory filings are promptly disclosed to the NSE through its NEAPS portal and are available in the public domain.

4. Annual Report:

The Annual Report of the Company, including the audited financial statements, Corporate Governance Report, Board's Report, and Management Discussion and Analysis Report, is circulated to all shareholders and made available on the Company's website.

5. Investor Communication:

The Company responds to investor queries and ensures prompt redressal of grievances. A dedicated Investor Relations section is maintained on the website to facilitate easy access to disclosures and contact information.

GENERAL SHAREHOLDER INFORMATION:

- The Particulars for the Annual General Meeting for the year ended 31st March, 2025 is as under:

Date of 21 st Annual General Meeting	Venue	Time
24 th September, 2025	Annual General Meeting is being conducted through Video-Conferencing / Other Audio Visual Means	1:00 p.m



ii. Financial Calendar :

Our tentative calendar for declaration of results for the Financial year 2025-26 is given below:

Financial Calendar	Period	Declaration of Unaudited Results
1 st Quarter	April 1 to June 30	On or before August 14, 2025
2 nd Quarter	July 1 to September 30	On or before November 14, 2025
3 rd Quarter	October 1 to December 31	On or before February 14, 2026
Audited Financial Results	January 1 to March 31	On or before May 30, 2026

- iii. The Company's Financial year begins on April 1 and ends on March 31 of the following year.
- iv. Dates of Book Closure : As mentioned in the Notice of this AGM.
- v. Dividend Payment Date : Not Applicable
- vi. Listing on Stock Exchange :

The Company's shares are currently listed and traded on the following Stock Exchange(s):

Name of the Stock Exchange	Address	Stock Code / Symbol
National Stock Exchange of India Limited (NSE)	National Stock Exchange of India Limited. Exchange Palza, C-1, Block -G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051	ISIN – INE00Z501029 Symbol – KRITIKA

Listing fees as applicable have been paid.

Suspension of security of the Company form Stock Exchange

The Securities of the Company are not suspended from trading on the Stock Exchange.



Registrar and Share Transfer Agent

All matters pertaining to Share Transfer / Transmission are being handled by M/s. MUFG Intime India Private Limited (formerly M/s. Link Intime India Private Limited.)

Address: M/s. MUFG Intime India Private Limited
C-101, 1st Floor, 247 Park
Lal Bahadur Shastri Marg,
Vikhroli (West), Mumbai – 700 083

Contact: -91 98315 78906 (Kolkata Office)

Share Transfer System

Kritika Wires Limited has appointed M/s. MUFG Intime India Private Limited as its Registrar and Share Transfer Agent (RTA) for both physical and electronic share registry work. The Company ensures that the share transfer process is efficient, timely, and transparent.

All requests for transfer/transmission of shares in physical form are processed by the RTA and approved by the Stakeholders Relationship Committee. The Committee generally meets at regular intervals to approve share transfer, transmission, issue of duplicate share certificates, and other shareholder-related matters.

As per SEBI guidelines, with effect from April 1, 2019, requests for transfer of securities shall not be processed unless the securities are held in dematerialised form. Accordingly, shareholders intending to transfer shares are requested to dematerialise their holdings.

The Company's shares are compulsorily traded in dematerialised form on the stock exchange. The dematerialisation and rematerialisation requests are processed through the Depository Participants and RTA, and are reviewed periodically.

A summary of the share transfer/transmission approvals and investor complaints is placed before the Board/Stakeholders Relationship Committee from time to time.

Dematerialization of Shareholding and Liquidity

The equity shares of **Kritika Wires Limited** are traded in **compulsory dematerialized form** as per the directives of SEBI. The Company has entered into agreements with both **National Securities Depository Limited (NSDL)** and **Central Depository Services (India) Limited (CDSL)** to facilitate dematerialization of shares for its investors.



As on 31st March, 2025, 100.00% of the total equity share capital of the Company was held in dematerialised form, indicating strong investor preference for electronic holdings. The ISIN allotted to the Company's equity shares is **INE00Z501029**.

Shareholders holding shares in physical form are encouraged to dematerialize their holdings to avail benefits such as easy transferability, faster settlements, and elimination of risks associated with physical certificates.

The Company's shares are **listed and actively traded on the NSE**, ensuring adequate liquidity in the market for investors.

Address for Correspondence

Kritika Wires Limited

Registered Office Address: 1A, Bonfield Lane, Mezanine Floor, Kolkata – 700001

Corporate Office Address: Unit-201, 2nd Floor, Bus Terminus and Commercial Complex, Plot-BG-12, AA-I, New Town Pride Hotel Bldg., Kolkata – 700 156.

Email: compliance@kritikawires.com

Website: www.kritikawires.com

Distribution of Shareholding

The Shareholding distribution of equity shares as on 31st March 2025 is given below:

Number of Shares (Range)	No. of Shareholders	No. of Equity Shares held	Percentage of Holding
1 to 500	61074	7658106	2.8760
501 to 1000	9563	7690780	2.8882
1001 to 2000	5887	8865661	3.3295
2001 to 3000	2486	6483025	2.4347
3001 to 4000	941	3370577	1.2658
4001 to 5000	881	4185687	1.5719
5001 to 10000	1419	10533739	3.9559
10001 and above	1147	217492425	81.6780
Total	83398	266280000	100.0000



Categories of Shareholders as on 31st March 2025.

Category	No. of Shares held	% of Shareholding
Promoters' Holding	160195967	60.16
Non- Promoters' Holding	106084033	39.84
Total	266280000	100.00

Credit Rating

During the year under review, **Kritika Wires Limited** continued to maintain a stable credit profile. The credit rating agency **CRISIL Ratings Limited** has assigned the following ratings for the Company:

- **CRISIL BBB+/Stable** - for long-term bank facilities
- **CRISIL A2** for short-term bank facilities

These ratings reflect the Company's adequate financial risk profile, consistent operational performance, and prudent management practices. The outlook on the long-term rating is '**Stable**', indicating a low likelihood of rating change in the near term.

The Company continues to strive for financial discipline and aims to maintain or improve its credit standing through prudent working capital management and sustainable business growth.

General Disclosures

1. Related Party Transactions:

All related party transactions entered into during the financial year were in the ordinary course of business and on arm's length basis. The Company has a policy on dealing with related party transactions, which is available on its website at www.kritikawires.com. The necessary disclosures have been made in the financial statements as required under the applicable accounting standards and SEBI (LODR) Regulations, 2015.

2. Compliance with Laws:

The Company has complied with all applicable requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable, including corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46. Consequently, there are no



strictures or penalties imposed on the Company for any matter relating to Capital Markets during the last three years.

3. The Company is committed to conduct its business in accordance with applicable laws, rules and regulations. The Company promotes ethical behavior in its operations and has a Vigil mechanism which is overseen through the Audit Committee. This policy has been posted on the Company's website.
4. The Company has complied with all mandatory requirements under the applicable provisions of SEBI Listing Regulations.
5. Plants:
 - i. Sankrail Industrial Park, Bhagabatipur, Dhulagarh, Sankrail, Howrah-711 313
 - ii. IDCO Plot No. 98, Mouza-Mukundaprasad, IID Centre, Industrial Area, Khurda, Odisha – 752055
6. The Company has adopted Policy for determining 'material' subsidiaries which has been placed in the website of the Company www.kritikawires.com.
7. The Company has not raised funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) during the financial year 2024-25.
8. The Company has received a certificate from a Company Secretary in Practice certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority.
9. The Board had accepted all recommendation of mandatory committees during the financial year 2024-25.
10. Details of total fees for all services, paid by the Company to the Statutory Auditors have been provided under Notes to the Financial Statement forming part of this Annual Report.

11. Disclosure of Sexual Harassment Cases:

The Company has zero tolerance towards sexual harassment at the workplace. During the financial year, **no complaints** were received or pending under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

12. Pursuant to point 10(m) of Schedule V of the SEBI Listing Regulations, the Company hereby confirms that during the Financial Year ended 31st March, 2025, no loan /advances



in nature of loan are provided to firms/ Companies in which the directors of the Company are interested.

- 13.** The Company does not have any subsidiary, hence, details with respect to date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries, are not applicable

14. Disclosure of Accounting Treatment:

In the preparation of financial statements, the Company has followed the applicable Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. There is no deviation in the accounting treatment during the year under review.

- 15.** Disclosure on discretionary requirements as specified in Part E of Schedule II of the Listing Regulations.

- **Shareholders' Rights**

The Company is committed to ensuring transparency and timely communication with its shareholders and stakeholders regarding its financial performance and significant events. In line with this commitment, the Company publishes its half-yearly (including quarterly) financial performance in newspapers, providing wider access to this information. These financial updates are also promptly posted on the Company's website, allowing shareholders and other interested parties to access the information easily

- **Modified opinion in Audit Report**

The Statutory Auditors have provided an unmodified opinion in their Audit Reports on the financials the Company for the year ended 31st March, 2025

- **Reporting of Internal Auditor**

Internal Audit Report are directly to the Audit Committee.

16. Compliance with Discretionary Requirements:

The Company has adopted discretionary requirements such as separation of roles of Chairperson and Managing Director and internal auditor reporting directly to the Audit Committee, as recommended under Part E of Schedule II of the SEBI (LODR) Regulations, 2015.



17. CEO/CFO Certification:

The Managing Director and the Chief Financial Officer have certified the financial statements, internal control systems, and compliance with applicable laws and regulations in accordance with Regulation 17(8) of SEBI (LODR) Regulations, 2015. The certificate forms part of this report.

18. Details of Utilization of Funds Raised through Preferential Allotment or QIP:

During the year under review, the Company has not raised any funds through preferential allotment or qualified institutions placement.

19. Code of Conduct

The Company has adopted a comprehensive Code of Conduct applicable to all members of the Board of Directors and Senior Management Personnel. This Code outlines the ethical standards and principles that guide the conduct of Directors and senior executives in the discharge of their duties and responsibilities.

All the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct for the financial year ended March 31, 2025. A declaration to this effect, duly signed by the Managing Director, forms part of this Corporate Governance Report.

The Code of Conduct is available on the Company's website at www.kritikawires.com.

20. Compliance Certificate from the Auditors

As required under Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a certificate from the Practicing Company Secretary, confirming compliance with the conditions of Corporate Governance, is annexed to this report.

For and on behalf of the Board

Kritika Wires Limited

sd/-

Naresh Kumar Agarwal

Chairman & Whole-Time Director

(DIN:01020334)

sd/-

Hanuman Prasad Agarwal

Managing Director

(DIN:00654218)

Place: Kolkata

Date: 14th August 2025



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

In accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that all the Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the Financial Year ended 31st March, 2025.

For and on behalf of the Board

Kritika Wires Limited

Sd/-
Hanuman Prasad Agarwal
Managing Director
(DIN:00654218)

Place: Kolkata

Date: 14th August 2025



Certification by Managing Director and Chief Financial Officer

(Under Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015)

1. We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading ;
 - b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit committee:
 - a) significant changes in internal control over financial reporting during the year, if any;
 - b) significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements; and
 - c) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of the Board

Kritika Wires Limited

sd/-

Anand Kumar Sharma
Chief Financial Officer
(PAN: BONPS9141E)

sd/-

Hanuman Prasad Agarwal
Managing Director
(DIN:00654218)

Place: Kolkata

Date: 14th August 2025

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 of
M/s. Kritika Wires Limited
Unit-201, 2nd Floor
Bus Terminus and Commercial Complex,
Plot-BG-12, AA-I
New Town Pride Hotel Bldg.
Kolkata – 700 156

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s. Kritika Wires Limited (CIN: L27102WB2004PLC098699)** (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 & 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, 2025 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.	Mr. Hanuman Prasad Agarwal	00654218	6 th March, 2018
2.	Mr. Naresh Kumar Agarwal	01020334	30 th September, 2008
3.	Mr. Shiv Kumar Saraff	01141657	18 th February, 2022
4.	Mr. Sanjeev Binani	01149866	31 st May, 2004
5.	Mr. Ankush Agarwal	08071021	6 th March, 2018
6.	Mr. Niraj Jindal	09511808	18 th February, 2022
7.	Mr. Rajiv Adukia	10371673	26 th October, 2023
8.	Mrs. Pooja Bachhawat	09011940	26 th October, 2023

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

RAJESH GHORAWAT

PRACTISING COMPANY SECRETARY

**68, R.K.CHATTERJEE ROAD,
KASBA BAKULTALA, 3rd FLOOR,
KOLKATA-700042
MOBILE- 9831189994
Email Id-rgadvisory18@gmail.com**

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 based on the 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.



Rajesh Ghorawat
Practising Company Secretary
M.No. F7226
CP No. 20897

Place: Kolkata

Date: 8th May, 2025

UDIN: F007226G000300552
ICSI Peer Review No.: 1992/2022



CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To
The Members of
M/s. Kritika Wires Limited
Unit-201, 2nd Floor
Bus Terminus and Commercial Complex,
Plot-BG-12, AA-I
New Town Pride Hotel Bldg.
Kolkata - 700 156

I have examined the compliance of conditions of Corporate Governance by Kritika Wires Limited ("the Company"), for the year ended on 31st March, 2025, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

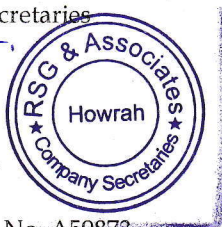
The compliance of conditions of Corporate Governance is the responsibility of the management. My examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

I further state that such compliance 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 RSG & Associates
Company Secretaries

Sweta Gupta



Sweta Gupta
Proprietor

Membership No: A59873

COP: 24357

UDIN: A059873G001043317

ICSI Peer Review No.: 6907/2025

Date: 14th August, 2025
Place: Howrah

Independent Auditor's Report

To The Members of Kritika Wires Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Kritika Wires Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and notes to financial statements, including a material of material accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2025 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

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

We have determined that there is no key audit matter to communicate in our report.

Information Other than the financial statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Board's Report (but does not include the financial statements and our auditor's report thereon). The Board's Report is expected to be made available to us after the date of this auditor's report.

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

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Independent Auditor's Report (Contd.)

To The Members of Kritika Wires Limited

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Board's Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibilities for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also

Independent Auditor's Report (Contd.)
To The Members of Kritika Wires Limited

responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

From the matters communicated with those charged with governance, we determine that there is no key audit matter to communicate in our report.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**", a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books .

Independent Auditor's Report (Contd.)
To The Members of Kritika Wires Limited

- (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the 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 as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
3. 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:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - v. The Company has not declared or paid any dividend during the year.

Independent Auditor's Report (Contd.)
To The Members of Kritika Wires Limited

- vi. Based on our examination, which included test checks, the company has used accounting software for maintaining its books of account for the financial year ended 31st March, 2025 which has feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of audit we did not come across any instance of the audit trail feature tampered with.

The Company has preserved the Audit trail (edit log) as per the statutory requirements for record retention.

4. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.

For G. P. Agrawal & Co.
Chartered Accountants
Firm Regn. No. 302082E

Sd/-
(CA. Rakesh Kumar Singh)
Partner
Membership No.066421
UDIN: 25066421BMIYPP3475

Place: Kolkata
Dated: The 9th day of May, 2025

Independent Auditor's Report (Contd.)
To The Members of Kritika Wires Limited

"Annexure A" to the Independent Auditor's Report

Statement referred to in paragraph 1 under 'Report on 'Other Legal and Regulatory Requirements' of our report of even date to the members of **Kritika Wires Limited** on the financial statements for the year ended 31st March, 2025:

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment.

(B) The Company does not have any Intangible Asset. Accordingly, reporting under clause (i) (a) (B) of paragraph 3 of the said order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management during the year, which, in our opinion, is reasonable having regard to the size of the Company and nature of its assets. No material discrepancy was noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties (other than cases where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the company.
- (d) The Company has not revalued any of its Property, Plant and Equipment during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The inventories have been physically verified during the year by the management at reasonable intervals. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No material discrepancies were noticed on physical verification of the inventory as compared to book records.

(b) The company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets and the quarterly returns or statements filed by the company with such banks are in agreement with the books of account of the Company. The Company has not been sanctioned any working capital limit from financial institution.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made investment in Mutual Funds and have also granted unsecured loans to others companies. Other than this, the Company has not provided any guarantee or security or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties during the year.

Independent Auditor's Report (Contd.)
To The Members of Kritika Wires Limited

"Annexure A" to the Independent Auditor's Report (Contd.)

(a) (A)Based on the audit procedures carried on by us and as per the information and explanations given to us. The Company has no subsidiary, associate or joint ventures. Therefore, reporting under clause (a)(A) of paragraph 3 (iii) of the Order are not applicable to the Company.

(B)Based on the audit procedures carried on by us and as per the information and explanations given to us, the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to loans and guarantees to parties other than subsidiaries and associate is given as below:

Particulars	Aggregate amount of loan granted during the year	Balance outstanding as on 31st March, 2025
	(Rs. in lakh)	(Rs. in lakh)
Loans	3,981.06	1,346.59

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the investments made, and terms and conditions of grant of loans during the year are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the unsecured loans granted to 13 companies are repayable on demand. Therefore, reporting under clause (iii) (c) of paragraph 3 of the said order is not applicable to the Company..

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of unsecured loans given.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no loan granted by the Company has fallen due during the year.

(f) The Company has granted unsecured loans which are repayable on demand as per detail below:

(Rs. in lakh)			
Particulars	All Parties	Promoters	RelatedParties
Aggregate amount of loan granted during the year	3,981.06	--	--
Aggregate amount outstanding as at 31 st March, 2025	1,346.59	--	--
% of loan to total loan	100%	--	--

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans granted and investments made. Further, there are no guarantee given and security provided in respect of which provisions of Sections 185 and 186 of the Act are applicable.

Independent Auditor's Report (Contd.)
To The Members of Kritika Wires Limited

"Annexure A" to the Independent Auditor's Report (Contd.)

- v. The Company has not accepted any deposit within the meaning of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under. The directives issued by the Reserve Bank of India are not applicable to the Company. Therefore, reporting under paragraph 3(v) of the said order are not applicable to the Company.
- vi. We have broadly reviewed the books of account maintained by the Company in respect of products where pursuant to the rules made by the Central Government, the maintenance of cost records has been prescribed under section 148(1) of the Act and are of the opinion that prime facie, the prescribed accounts and records have been made and maintained. We, however, as not required, have not made a detailed examination of such records.
- vii. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31st March, 2025 for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us and as per records examined by us, there are no statutory dues referred to in sub clause (a) above which are outstanding on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

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

(c) In our opinion and according to the information and explanations given to us, the company has utilized the money obtained by way of term loans during the previous year for the purposes for which they were obtained.

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

(e) The Company has no subsidiary, associate or joint venture. Hence, reporting under clause (ix)(e) and (f) of paragraph 3 of the Order are not applicable to the Company.

Independent Auditor's Report (Contd.)
To The Members of Kritika Wires Limited

"Annexure A" to the Independent Auditor's Report (Contd.)

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

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under clause (x)(b) of paragraph 3 of the Order is not applicable to the Company.
- xi. (a) According to the information and explanations give to us and based on our examination of the records of the Company, no fraud by the Company and on the Company has been noticed or reported during the year.

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

(c) According to the information and explanations given to us and based on the examination of the records of the Company as provided to us, the Company has not received any whistle blower complaint during the year.
- xii. The Company is not a nidhi company. Therefore, clause (xii) of paragraph 3 of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Financial Statements as required by the applicable Indian Accounting Standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, provisions of section 192 of the Act are not applicable to the Company.
- xvi. (a) According to information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause (xvi) (a) to (c) of paragraph 3 of the Order are not applicable to the Company.

Independent Auditor's Report (Contd.)
To The Members of Kritika Wires Limited

"Annexure A" to the Independent Auditor's Report (Contd.)

- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause (xvi)(d) of paragraph 3 of the Order is not applicable to the Company.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause (xx)(a) of paragraph 3 of the Order is not applicable for the year.
- (b) There are no ongoing projects under CSR requiring a transfer to a Special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act. Accordingly, reporting under clause (xx)(b) of paragraph 3 of the Order is not applicable for the year.
- xxi. The company is not required to prepare consolidated financial statements. Therefore, the provision of clause (xxi) of paragraph 3 of the Order is not applicable to the Company.

For G. P. Agrawal & Co.
Chartered Accountants
Firm Regn. No. 302082E

Sd/-
(CA. Rakesh Kumar Singh)
Partner
Membership No.066421
UDIN: 25066421BMIYPP3475

Place: Kolkata
Dated: The 9th day of May, 2025

Independent Auditor's Report (Contd.)
To The Members of Kritika Wires Limited

"Annexure B" to the Independent Auditor's Report

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

We have audited the internal financial controls over financial reporting of **Kritika Wires Limited** ("the Company") as of 31st March, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Independent Auditor's Report (Contd.)
To The Members of **Kritika Wires Limited**

"Annexure B" to the Independent Auditor's Report (Contd.)

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with 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 financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For G. P. Agrawal & Co.
Chartered Accountants
Firm Regn. No. 302082E

Sd/-
(CA. Rakesh Kumar Singh)
Partner

Place: Kolkata
Dated: The 9th day of May, 2025

Membership No.066421
UDIN: 25066421BMYPP3475

BALANCE SHEET AS AT 31ST MARCH, 2025

(Rs. in lakh)

Particulars		Note No.	As at 31st March, 2025	As at 31st March, 2024	
I	ASSETS				
	Non-current assets				
	Property, plant and equipment	2(a)	2,796.41	2,408.64	
	Capital work in progress	2(b)	56.64	77.20	
	Investment property	3	133.00	133.00	
	Financial assets				
	(i) Other financial assets	4	55.01	120.21	
	Deferred tax assets (Net)	5	-	24.55	
	Other non current assets	6	664.00	-	
	Total non-current assets		3,705.06	2,763.60	
	Current assets				
	Inventories	7	6,341.70	4,380.00	
	Financial assets				
	(i) Investments	8	312.17	-	
	(ii) Trade receivables	9	3,607.42	4,197.56	
	(iii) Cash and cash equivalents	10(a)	333.06	1,893.36	
	(iv) Bank balances other than cash and cash equivalents	10(b)	444.65	455.56	
	(v) Loans	11	1,346.59	-	
	(vi) Other financial assets	12	166.70	182.42	
	Current tax assets (Net)	13	96.52	62.78	
	Other current assets	14	1,608.91	1,318.13	
	Total Current Assets		14,257.72	12,489.81	
	Total assets		17,962.78	15,253.41	
	II	EQUITY AND LIABILITIES			
		Equity			
Equity share capital		15	5,325.60	5,325.60	
Other equity		16	4,114.80	3,108.09	
Total equity			9,440.40	8,433.69	
Liabilities					
Non-current liabilities					
Financial liabilities					
(i) Borrowings		17	9.58	1.18	
Provisions		18	111.16	86.94	
Deferred tax liabilities (Net)		5	62.46	-	
Total non-current liabilities			183.20	88.12	
Current liabilities					
Financial liabilities					
(i) Borrowings		19	5,113.37	4,008.07	
(ii) Trade payables		20			
-Total outstanding dues of micro enterprises and small enterprises			2.68	31.23	
-Total outstanding dues of creditors other than micro enterprises and small enterprises			2,776.31	2,452.42	
(iii) Other financial liabilities		21	263.83	156.29	
Other current liabilities		22	173.86	75.32	
Provisions		23	9.13	8.27	
Total current liabilities			8,339.18	6,731.60	
Total liabilities			8,522.38	6,819.72	
Total equity and liabilities			17,962.78	15,253.41	
Corporate information and material accounting policies		1			
Other disclosures and additional regulatory information	35				
The accompanying notes 1 to 35 are an integral part of the financial statements.					
As per our report of even date attached.					
For G. P. Agrawal & Co. Chartered Accountants Firm's Registration No. - 302082E		For and on behalf of the Board of Directors of Kritika Wires Limited			
Sd/- (CA. Rakesh Kumar Singh) Partner Membership No. 066421		Sd/- Naresh Kumar Agarwal (Director) (DIN: 01020334)			
Sd/- Anand Kumar Sharma (Chief Financial Officer)		Sd/- Hanuman Prasad Agarwal (Managing Director) (DIN: 00654218)			
Sd/- Mahesh Kumar Sharma (Company Secretary)					
Place of Signature: Kolkata Date: The 9th day of May, 2025					

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2025

(Rs. in lakh)

Particulars	Note No.	For the year ended 31st March, 2025	For the year ended 31st March, 2024
I. Revenue from operations	24	74,498.36	43,173.94
II. Other income	25	1,537.14	669.20
III. Total Income (I + II)		76,035.50	43,843.14
IV. Expenses			
Cost of materials consumed	26	69,889.44	39,242.00
(Increase)/decrease in inventories of finished goods and work-in-progress	27	(635.23)	(38.49)
Employee benefits expense	28	646.86	532.84
Finance costs	29	548.56	378.84
Depreciation expense	30	404.27	207.97
Other expenses	31	3,701.36	2,138.41
Total Expenses		74,555.26	42,461.57
V. Profit Before Exceptional Items and Tax		1,480.24	1,381.57
VI. Exceptional Items		-	-
VII. Profit Before Tax		1,480.24	1,381.57
VIII. Tax expense			
Current tax	32	379.76	350.53
Deferred tax		87.00	(9.04)
IX. Profit for the year		1,013.48	1,040.08
X. Other Comprehensive Income	33		
(i) Items that will not be reclassified to Profit or Loss		(9.05)	(15.24)
(ii) Income tax relating to items that will not be reclassified to profit or loss		2.28	3.84
Total Other Comprehensive Income		(6.77)	(11.40)
Total Comprehensive Income for the year (Comprising of profit and other comprehensive income for the year)		1,006.71	1,028.68
XI. Earnings per equity share (Refer note no. 34) [Face value Rs. 2/- each]	34		
Basic		0.38	0.39
Diluted		0.38	0.39
Number of shares used in computing earnings per share			
Basic		26,62,80,000	26,62,80,000
Diluted		26,62,80,000	26,62,80,000
Corporate information and material accounting policies	1		
Other disclosures and additional regulatory information	35		
The accompanying notes 1 to 35 are an integral part of the financial statements.			
As per our report of even date attached.			
For G. P. Agrawal & Co. Chartered Accountants Firm's Registration No. - 302082E		For and on behalf of the Board of Directors of Kritika Wires Limited	
Sd/- (CA. Rakesh Kumar Singh) Partner Membership No. 066421		Sd/- Naresh Kumar Agarwal (Director) (DIN: 01020334)	Sd/- Hanuman Prasad Agarwal (Managing Director) (DIN: 00654218)
		Sd/- Anand Kumar Sharma (Chief Financial Officer)	Sd/- Maresh Kumar Sharma (Company Secretary)
Place of Signature: Kolkata Date: The 9th day of May, 2025			

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31TH MARCH, 2025

(Rs. in lakh)

	PARTICULARS	For the year ended 31st March, 2025	For the year ended 31st March, 2024
I	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
	Profit before Tax	1,480.24	1,381.56
	<i>Adjustments for non-cash and non-operating items:</i>		
	Depreciation expense	404.27	207.97
	Interest income	(208.35)	(86.35)
	Net gain on sale of non- current investment	-	(36.18)
	Fair value loss/(gain) on investments	(12.17)	(0.53)
	Profit on Sale of Property, plant and equipment	-	(36.18)
	Sundry balance written off	1.08	79.14
	Allowance for expected credit losses	6.95	40.55
	Finance costs	548.56	378.84
	Operating profit before working capital changes	2,220.58	1,928.82
	<i>Adjustments for (increase) / decrease in operating assets:</i>		
	Inventories	(1,961.70)	(217.44)
II	Trade receivables - current	582.11	(643.00)
	Current and non- current financial assets	15.72	994.62
	Other current and non current assets	(290.78)	(872.20)
	<i>Adjustments for increase/ (decrease) in operating liabilities:</i>		
	Trade payables - current	295.33	494.97
	Current and non- current financial liabilities	107.64	43.21
	Other current and non current liabilities	98.54	24.13
	Current and non-current provision for employee Benefits	16.02	7.94
	Cash generated from operations	1,083.46	1,761.05
	Less: Income tax paid	(411.21)	(372.41)
	Net cash generated from operating activities	672.25	1,388.64
	<u>CASH FLOW FROM INVESTING ACTIVITIES</u>		
	Purchases of property, plant and equipment	(771.46)	(972.29)
	Sale of property, plant and equipment	-	97.10
	Capital advance given	(664.00)	-
	Sale of investments in mutual funds	-	151.73
	Investments made in mutual funds	(300.00)	-
	Loans given to body corporates	(3,981.06)	-
	Loans received back from body corporates	2,634.48	-
	Interest received	208.35	86.35
	Fixed deposits placed with banks	-	(426.24)
	Fixed deposits redeemed from banks	76.12	-
	Net cash used in investing activities	(2,797.57)	(1,063.35)
III	<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
	Proceeds from long term borrowings	20.07	-
	Repayment of long term borrowings	(5.22)	(399.87)
	Proceeds of short term borrowings (net)	1,098.84	2,208.03
	Interest paid	(548.67)	(378.84)
	Net cash generated from financing activities	565.02	1,429.32
IV	Net increase/(decrease) in cash and cash equivalents (I+II+III)	(1,560.30)	1,754.61
	Cash and cash equivalents at the beginning of the year	1,893.36	138.75
	Cash and cash equivalents at the end of the year [refer note no. 10(a)]	333.06	1,893.36

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2025 (Contd.)

Notes to the Statement of Cash Flows :

- The above Statement of Cash Flows has been prepared under the " Indirect Method " as set out in the Indian Accounting Standard (IND AS) 7 on Statement of Cash Flows.
- (a) Additions to Property, Plant and Equipment include movement of Capital work-in-progress during the year.
- (b) Proceeds/(repayment) from Short-term borrowings qualify for disclosure on net basis.
- (c) Cash and cash equivalents do not include any amount which is not available to the Company for its use.
- (d) Figure in brackets represent cash outflow from respective activities.
- (e) As breakup of Cash and cash equivalents is also available in Note No. 10 (a), reconciliation of items of Cash and cash equivalents as per Statement of Cash Flow with the respective items reported in the Balance Sheet is not required and hence not provided.
- (f) Change in liabilities arising from financing activities:

Movement in assets and liabilities arising from financing activities during the year ended 31st March, 2025 are as follows:

(Rs. in lakh)

	As at 31st March, 2024	Cash flows#	Other	As at 31st March, 2025
Non-current borrowings [Refer Note no. 17]*	1.18	14.86	-	16.04
Short term borrowings [Refer Note No. 19]**	4,008.07	1,098.84	-	5,106.91
Total	4,009.25	1,113.70	-	5,122.95

Movement in assets and liabilities arising from financing activities during the year ended 31st March, 2024 are as follows:

(Rs. in lakh)

	As at 31st March, 2023	Cash flows#	Other	As at 31st March, 2024
Non-current borrowings [Refer Note no. 17]*	401.05	(399.87)	-	1.18
Short term borrowings [Refer Note No. 19]**	1,800.04	2,208.03	-	4,008.07
Total	2,201.09	1,808.16	-	4,009.25

* Includes current maturities of long-term borrowings.

** Excludes current maturities of long-term borrowings.

Cash flows represents cash flows on net basis.

As per our report of even date attached.

For G. P. Agrawal & Co.
Chartered Accountants
Firm's Registration No. - 302082E

For and on behalf of the Board of Directors of
Kritika Wires Limited

(CA. Rakesh Kumar Singh)
Partner
Membership No. 066421

Sd/-
Naresh Kumar Agarwal
(Director)
(DIN: 01020334)

Sd/-
Hanuman Prasad Agarwal
(Managing Director)
(DIN: 00654218)

Place of Signature: Kolkata
Date: The 9th day of May, 2025

Sd/-
Anand Kumar Sharma
(Chief Financial Officer)

Sd/-
Maresh Kumar Sharma
(Company Secretary)

STATEMENT OF CHANGES IN EQUITY FOR QUARTER ENDED 31ST MARCH, 2025

(a) Equity share capital

(i) For the period ended 31st March, 2025

(Rs. in lakh)

Balance as at 1st April, 2024	Changes in equity share capital during the year	Balance as at 31st March, 2025
5,325.60	-	5,325.60

(ii) For the year ended 31st March, 2024

(Rs. in lakh)

Balance as at 1st April, 2023	Changes in equity share capital during the year	Balance as at 31st March, 2024
1,775.20	3,550.40	5,325.60

(b) Other equity

(i) For the year ended 31st March, 2025

(Rs. in lakh)

	Reserves and surplus			Other Comprehensive Income	Total
	Capital Reserve	Securities premium	Retained Earnings	Re-measurement of defined benefit plan	
Balance at 1st April, 2024	15.00	-	3,093.09	-	3,108.09
Profit for the year	-	-	1,013.48	-	1,013.48
Other comprehensive income for the year	-	-	-	(6.77)	(6.77)
Total comprehensive income for the year	-	-	1,013.48	(6.77)	1,006.71
Transfer to Retained Earnings	-	-	(6.77)	6.77	-
Utilised for bonus issue of shares	-	-	-	-	-
Balance at 31st March, 2025	15.00	-	4,099.80	-	4,114.80

(i) For the year ended 31st March, 2024

(Rs. in lakh)

	Reserves and surplus			Other Comprehensive Income	Total
	Capital Reserve	Securities premium	Retained Earnings	Re-measurement of defined benefit plan	
Balance at 1st April, 2023	15.00	2,447.52	3,167.30	-	5,629.82
Profit for the year	-	-	1,040.07	-	1,040.07
Other comprehensive income for the year	-	-	-	(11.40)	(11.40)
Total comprehensive income for the year	-	-	1,040.07	(11.40)	1,028.67
Transfer to Retained Earnings	-	-	(11.40)	11.40	-
Utilised for bonus issue of shares	-	(2,447.52)	(1,102.88)	-	(3,550.40)
Balance at 31st March, 2024	15.00	-	3,093.09	-	3,108.09

The accompanying notes 1 to 35 are an integral part of the financial statements.

As per our report of even date attached.

For and on behalf of the Board of Directors

Kritika Wires Limited

For G. P. Agrawal & Co.
Chartered Accountants
Firm's Registration No. - 302082E

Sd/-
Naresh Kumar Agarwal
(Director)
(DIN: 01020334)

Sd/-
Hanuman Prasad Agarwal
(Managing Director)
(DIN: 00654218)

Sd/-
(CA. Rakesh Kumar Singh)
Partner
Membership No. 066421

Sd/-
Anand Kumar Sharma
(Chief Financial Officer)

Sd/-
Mahesh Kumar Sharma
(Company Secretary)

Place of Signature: Kolkata
Date: The 9th day of May, 2025

Notes forming part of financial statements

Note No. 1: Corporate information and Material Accounting Policies

1.1 Corporate information:

Kritika Wires Limited ("the Company") an existing Company, under the Companies Act, 2013 having Corporate Identity Number ("CIN") L27102WB2004PLCO98699 is a public limited company incorporated and domiciled in India and has its registered office situated at 1A, Bonfield Lane, Mezanine Floor, Kolkata - 700001, West Bengal, India.

The principal activity of the Company is manufacturing, exporting and supplying a wide range of Industrial Steel Wire, Galvanized Wire and Aluminium Wire.

The financial statements for the year ended 31st March, 2025 were approved for issue by the Board of Directors of the Company on 9th May, 2025 and are subject to the approval by the shareholders in the ensuing Annual General Meeting.

1.2 Material accounting policies

1.2.1 Statement of Compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Schedule III to the Companies Act, 2013.

All the Ind ASs issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements approved for issue by the Board of Directors have been considered in preparing these financial statements.

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

1.2.2 Basis of preparation

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Act (Ind AS compliant Schedule III).

Notes forming part of financial statements

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

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

The items included in the financial statements (including notes thereon) are measured using the currency of the primary economic environment in which Company operates ("the functional currency") and are, therefore, presented in Indian Rupees ("INR" or "Rupees" or "Rs."). All amounts disclosed in the financial statements including notes thereon have been rounded off to the nearest Lakh upto two decimals thereof, as per the requirement of Schedule III to the Act, unless stated otherwise.

1.2.3 Use of Estimates

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

1.2.4 Revenue recognition

Contract with a customer is accounted for only when it has commercial substance and all of the following criteria are met:

- (i) Parties to the contract have approved the contract and are committed to performing their respective obligations;
- (ii) Each party's rights regarding the goods or services to be transferred and payment terms there against can be identified;
- (iii) Consideration in exchange for the goods or service to be transferred is collectible and determinable.

Notes forming part of financial statements

(a) Revenue From Operations

The revenue is recognised on satisfaction of performance obligation, when control over the goods has been transferred and/ or goods are delivered to the customers. The performance obligation in the case of sale of goods is satisfied at a point in time i.e. when the goods is shipped to the customers or delivered to the customers as may be specified in the contracts with them or the Company has sufficient evidence that all the criteria for acceptance have been satisfied.

Revenue is measured based on the transaction price adjusted for discounts and rebates, which is specified in a contract with customer. Revenue are net of estimated returns and taxes collected from customers.

The transaction price is documented on the sales invoice and payment is generally due as per agreed credit terms with customer.

The consideration can be fixed or variable. Variable consideration is only recognised when it is highly probable that a significant reversal will not occur. Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional. Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income.

Sales return is variable consideration that is recognised and recorded based on historical experience, market conditions and provided for in the year of sale as reduction from revenue. The methodology and assumptions used to estimate returns are monitored and adjusted regularly in line with trade practices, historical trends, past experience and projected market conditions.

Export entitlements are recognized as income when right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

(b) Other income

(i) Interest income :

For all debt instruments measured at amortised cost, interest income is recognised using the Effective Interest Rate ("EIR"). Interest income is included in "Other Income" in the statement of profit and loss.

Notes forming part of financial statements

(ii) Dividend income:

Dividend income is recognised when Company's right to receive the dividend is established i.e. in case of interim dividend, on the date of declaration by the Board of Directors; whereas in case of final dividend, on the date of approval by the shareholders.

(iii) Insurance claims:

Insurance claims are accounted for based on claims admitted/expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

All other income are accounted for on accrual basis.

1.2.5 Property, plant and equipment (PPE) and Capital work-in-progress

a) Property, plant and equipment are measured at cost, less accumulated depreciation and impairment, if any.

For this purpose, cost includes deemed cost on the date of transition or the purchase cost of assets, including non-recoverable duties and taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. Interest on borrowings used to finance the construction of qualifying assets is capitalized as part of the cost of the asset until such time that the asset is ready for its intended use.

Costs incurred subsequent to initial capitalization are included in the asset's carrying amount only when it is probable that future economic benefits associated therewith will flow to the Company and it can be measured reliably.

The carrying amount of the replaced part is derecognized. The costs of regular servicing of property, plant and equipment are recognized in the statement of profit and loss as and when incurred.

The present value of the expected cost for the decommissioning of an asset after its use, if any, is included in the cost of the respective asset if the recognition criteria for provisions are met.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate components; otherwise, these are added to and depreciated over the useful life of the main asset.

Notes forming part of financial statements

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or when no future economic benefits are expected to arise from the use of the asset and the resultant gains or losses are recognized in the statement of profit and loss.

b) Depreciation methods, estimated useful lives and residual value

Freehold land is not depreciated.

Depreciation on items of property, plant and equipment commences when the assets are available for their intended use. It is provided on a written down value (WDV) basis to allocate their cost, net of their residual value over the estimated useful life of the respective asset.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. The Company has adopted the useful life as specified in Schedule II to the Act, except where specified.

The estimated useful lives estimated by the management are as follows:

Category	Useful Life
Buildings	3 - 60 years
Plant and equipment*	5 - 25 years
Furniture and fixtures	10 years
Vehicles	5- 10 years
Computers	3 - 6 years

*For these class of assets, based on internal assessment and independent technical evaluation carried out by chartered engineers, the Company believes that the useful lives as given above best represents the period over which the Company expects to use these assets. Hence the useful lives for these assets are different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013.

The residual value of an item of PPE is not more than 5% of the original cost of the respective asset.

The estimated useful lives, residual values and depreciation method are reviewed at-least at the end of each financial year and are adjusted, wherever appropriate.

Notes forming part of financial statements

Expenditure during the construction period

Directly attributable expenditure (including finance costs relating to borrowed funds for construction or acquisition of property, plant and equipment) incurred on projects under implementation are treated as Pre-operative expenses pending allocation to the assets and are shown under Capital work-in-progress. Capital work-in-progress is stated at the amount incurred up to the balance sheet date on assets or property, plant and equipment that are not yet ready for their intended use.

1.2.6 Financial instruments, Financial assets, Financial liabilities and Equity Instruments

Financial assets and financial liabilities are recognized in the Balance sheet when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial assets and financial liabilities at initial recognition based on its nature and characteristics.

Initial Measurement of Financial Instruments:

Financial assets (unless it is a trade receivable without a significant financing component) and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the statement of profit and loss. Trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent Measurement:

(i) Financial assets

Financial Assets carried at Amortised Cost (AC):

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

Notes forming part of financial statements

Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI):

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

Investment in equity instruments that are not held for trading are measured at FVTOCI, where an irrevocable election has been made by management on an instrument-by-instrument basis. These investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves. The cumulative gain or loss is not reclassified to the statement of profit and loss on disposal of the investments. Dividends on such investments are recognised in the statement of profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment.

Debt investments measured at FVTOCI are subsequently measured at fair value. Interest income under effective interest method, foreign exchange gains and losses and impairment are recognised in the statement of profit and loss. Other net gains and losses are recognised in Other Comprehensive Income (OCI). On de-recognition, gains and losses accumulated in OCI are reclassified to the statement of profit and loss.

Financial Assets at Fair Value through Profit or Loss (FVTPL):

A financial asset which is not classified in any of the above categories are measured at FVTPL. A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in the statement of profit and loss.

Notes forming part of financial statements

Impairment of Financial Assets:

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and FVTOCI at each reporting date based on evidence or information that is available without undue cost or effort.

The Company measures the loss allowance for a financial asset at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for that financial asset at an amount equal to 12-month expected credit losses.

In case of debt instruments measured at FVTOCI, the loss allowance shall be recognised in other comprehensive income with a corresponding effect to the profit or loss and not reduced from the carrying amount of the financial asset in the balance sheet. In case of such instrument, amount recognized in the statement of profit and loss are the same as the amount would have been recognized in case the debt instrument is measured at amortised cost.

No Expected credit losses is recognised on equity investments.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company measures the loss allowance at an amount equal to lifetime expected credit losses taking into account historical credit loss experience and adjusted for forward-looking information.

De-recognition of Financial Assets:

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On de-recognition of a financial asset accounted under Ind AS 109 in its entirety:

- a) for financial assets measured at amortised cost, the gain or loss is recognized in the statement of profit and loss.
- b) for financial assets measured at fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair

Notes forming part of financial statements

value adjustments previously taken to reserves is reclassified within equity.

(ii) Financial Liabilities and Equity Instruments:

Classification as debt or equity:

Financial liabilities and equity instruments issued are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity Instruments

An Equity Instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial Liabilities

Financial liabilities are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost using the effective interest rate method.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

De-recognition of financial liabilities

A financial liability is de-recognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability de-recognized and the consideration paid and payable is recognized in the statement of profit and loss.

Off-setting of financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet when there is a legally enforceable right to offset the

Notes forming part of financial statements

recognized amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously backed by past practice.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- a) In the principal market for the asset or liability, or
- b) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are as follows:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 - Other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 - Unobservable inputs for the asset or liability.

Notes forming part of financial statements

Expected Credit Loss

Expected credit loss (ECL) is the probability-weighted estimate of credit losses (i.e., the present value of all cash shortfalls) over the expected life of the financial instrument. A cash shortfall is the difference between scheduled or contractual cash flows and actual expected cash flows. Consequently, ECL subsumes both the amount and timing of payments – a credit loss would arise even when a receivable was realised in full but later than when contractually due.

1.2.7 Inventories

Inventories are measured at the lower of cost and net realizable value. Inventory of scrap is valued at estimated realizable value. The cost of inventories is determined using the weighted average cost method. Cost includes direct materials, labour, other direct cost and manufacturing overheads. Inventories of finished goods also includes applicable taxes. Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale.

1.2.8 Borrowing costs

Borrowing costs, general or specific, that are directly attributable to the acquisition or construction of a qualifying asset are capitalised as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs.

All other borrowing costs are charged to the statement of profit and loss in the period in which they are incurred.

1.2.9 Expenses

All expenses are accounted for on accrual basis.

Expenses under primary heads such as salary, wages, consumption of stores etc., are being shown under respective heads and have not been functionally reclassified.

1.2.10 Provisions, contingent liabilities and contingent assets

- (a) A provision is recognised if, as a result of a past event, Company has a present legal or constructive obligation that can be estimated reliably, and it is probable

Notes forming part of financial statements

that an outflow of economic benefits will be required to settle the obligation. Provisions are not recognised for future operating losses.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation as at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset. The expense relating to the provision is presented in the statement of profit and loss, net of any reimbursement.

- (b) Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.
- (c) A contingent asset is not recognised in the financial statements, however, it is disclosed, where an inflow of economic benefits is probable.
- (d) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

1.2.11 Foreign currency transactions and translations

Transactions in foreign currencies are initially recorded at the exchange rate prevailing on the date the transaction first qualifies for recognition.

Monetary assets and liabilities related to foreign currency transactions remaining outstanding on the balance sheet date are translated at the exchange rate prevailing on the balance sheet date. Any income or expense arising on account of foreign exchange difference either on settlement or on translation is recognised in the statement of profit and loss.

Non-monetary items which are carried at historical cost denominated in a foreign currency are translated using the exchange rate at the date of the initial transaction.

1.2.12 Employee benefits

(a) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits, are recognised as an expense at the undiscounted amount in

Notes forming part of financial statements

the statement of profit and loss in the year in which the related service is rendered.

(b) Defined contribution plans

The Company pays provident and other fund contributions to publicly administered fund as per related Government regulations. The Company has no further obligation, other than the contributions payable to the respective funds. The Company recognizes contribution payable to such funds as an expense when an employee renders the related service.

(c) Defined benefit plans

The Company operates a defined benefit gratuity plan.

The liability or asset recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation as at the balance sheet date less the fair value of plan assets. The defined benefit obligation is calculated by external actuaries using the projected unit credit method.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in other comprehensive income in the period in which they occur and are included in retained earnings in the statement of changes in equity and in the balance sheet.

1.2.13 Government Grants

Government grants are recognised when there is reasonable assurance that the grant would be received and the Company would comply with all the conditions attached to them.

Government grants related to property, plant and equipment, including non-monetary grants, are presented in the balance sheet by deducting the grant in arriving at the carrying amount of the asset.

Government grants of revenue in nature are recognised on a systematic basis in the statement of profit and loss over the period necessary to match them with the related costs and are adjusted with the related expenditure. If not related to a specific expenditure, it is considered as income and included under "Other Operating Revenue" or "Other Income".

The benefit of a government loan at a below-market rate of interest or loan with interest subvention and effect of this favourable interest is treated as a government grant. The loan or assistance is initially recognised at fair value and the government grant is measured as the difference between proceeds received and the fair value of

Notes forming part of financial statements

the loan based on prevailing market interest rates and recognised on a systematic basis in the statement of profit and loss. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

1.2.14 Impairment of Non financial Assets

An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

To assess impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognised is reversed so that the asset is recognised at its recoverable amount but not exceeding the value which would have been reported in this respect if the impairment loss had not been recognised.

1.2.15 Taxes

Income tax expense comprises current tax and deferred tax and is recognised in the statement of profit and loss except to the extent it relates to items directly recognised in Equity or other comprehensive income (OCI).

a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities using the tax rates and tax laws that are enacted or substantively enacted by the balance sheet date and applicable for the period.

b) Current tax items in correlation to the underlying transaction relating to OCI and Equity are recognised in OCI and Equity respectively.

Management periodically evaluates positions taken in the tax returns to situations in which applicable tax regulations are subject to interpretation and full provisions are made where appropriate based on the amount expected to be paid to the tax authorities.

Notes forming part of financial statements

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

c) **Deferred income tax**

Deferred income tax assets and liabilities are recognised for the deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in the standalone financial statements.

Deferred tax assets are recognised for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that the same will be reversed or sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

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

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably, and it is probable that the future economic benefit associated with asset will be realised.

1.2.16 **Earnings per Share**

- a) Basic earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares outstanding during the year.
- b) Diluted earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares considered for deriving

Notes forming part of financial statements

basic earnings per share and also the weighted average number of equity shares that could be issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are determined at the end of each period presented.

The number of equity shares and potential dilutive equity shares are adjusted retrospectively for all periods presented for any share split and bonus shares issues including for changes effected before the approval of the standalone financial statements by the Board of Directors.

1.2.17 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash on hand, cheques on hand, balance with banks, and short term liquid investments with an original maturity of three months or less and which carry an insignificant risk of changes in value.

For the purpose of the Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Company's cash management.

1.2.18 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a noncash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

1.2.19 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an on-going basis.

Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

Notes forming part of financial statements

a) Judgements in applying accounting policies

The judgements, apart from those involving estimations (see note below), that the Company has made in the process of applying its accounting policies and that have a significant effect on the amounts recognised in these financial statements pertain to useful life of intangible assets.

b) Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

(i) Useful lives of property, plant and equipment

As described in the significant accounting policies, the Company reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period.

(ii) Fair value measurements and valuation processes

Some of the Company's assets are measured at fair value for financial reporting purposes. Fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in the notes to the financial statements.

(iii) Actuarial Valuation

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in other comprehensive income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in notes to the financial statements.

(iv) Provisions and Contingent Liabilities

Any litigation where amount of flow of funds is believed to be probable and are liable estimate of the outcome of the dispute can be made based

Notes forming part of financial statements

on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations is provided in notes to the financial statements.

(v) **Impairment of Financial Assets**

The Company assesses impairment based on expected credit losses (ECL) model on trade receivables. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable. At every reporting date, the historically observed default rates are updated.

1.2.20 Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31st March, 2025, MCA has notified Ind AS - 117 Insurance Contracts and amendments to Ind AS 116 - Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. 1st April, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any impact in its financial statements.

Notes forming part of the financial statements (Contd.)

Note No. : 2(a) Property, plant and equipment

(Rs. in lakh)

Particulars	Land (Free hold)	Buildings	Plant and Machinery	Furniture and fittings	Motor Vehicles	Computer	Total
<u>Gross block</u>							
Gross carrying amount as at 1st April, 2024	249.18	-	2,089.12	47.24	73.75	7.65	-
Additions during the year	-	-	741.88	0.04	49.40	0.72	792.04
Disposals/ deductions during the year	-	-	-	-	-	-	-
Gross carrying amount as at 31st March, 2025	249.18	820.69	2,831.00	47.28	123.15	8.37	4,079.67
<u>Depreciation / impairment</u>							
Accumulated depreciation as at 1st April, 2024	-	181.40	635.25	19.57	38.55	4.22	878.99
Depreciation for the year	-	53.05	326.44	7.05	16.21	1.52	404.27
Disposals/ deductions during the year	-	-	-	-	-	-	-
Accumulated depreciation as at 31st March, 2025	-	234.45	961.69	26.62	54.76	5.74	1,283.26
Net carrying amount as at 31st March, 2025	249.18	586.24	1,869.31	20.65	68.39	2.63	2,796.41
<u>Gross block</u>							
Gross carrying amount as at 1st April, 2023	249.18	658.42	1,121.16	55.96	55.84	4.28	2,144.83
Additions during the year	-	162.27	1,050.33	0.32	17.91	3.37	1,234.20
Disposals/ deductions during the year	-	-	82.37	9.03	-	-	91.40
Gross carrying amount as at 31st March, 2024	249.18	820.69	2,089.12	47.24	73.75	7.65	3,287.63
<u>Depreciation / impairment</u>							
Accumulated depreciation as at 1st April, 2023	-	135.86	518.88	16.84	27.49	2.45	701.52
Depreciation for the year	-	45.54	139.65	9.95	11.06	1.77	207.97
Disposals/ deductions during the year	-	-	23.28	7.21	-	-	30.50
Accumulated depreciation as at 31st March, 2024	-	181.40	635.25	19.57	38.55	4.22	878.99
Net carrying amount as at 31st March, 2024	249.18	639.29	1,453.87	27.68	35.20	3.43	2,408.64

Notes forming part of the financial statements (Contd.)

Notes:

- (a) The finance costs capitalised during the year - Nil (previous year Nil).
- (b) The Company has availed loans from banks against security of the aforesaid assets (Refer Note No. 17 and 19 for detailed security terms).
- (c) Title deed of immovable property is held in the name of the Company.

Note No. : 2(b) Capital work-in-progress

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
<u>Plant and equipments / Civil work-in-progress</u>		
Balance brought forward	77.20	339.11
Additions during the year	49.58	58.41
Gross amount before capitalisation (A)	126.78	397.52
Capitalised during the year (B)	70.14	320.32
Capital work-in-progress at the end of the year (A-B) (C)	56.64	77.20

Notes:

1. Refer Note No. 35.1 (b) for capital commitment.
2. Refer Note No. - 35.13 (a) for Ageing Schedule.

Note No. : 3 Investment Property

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Carried at cost:	-	-
Art & Painting	1.70	1.70
Flat	70.47	70.47
Office Premises	60.83	60.83
	133.00	133.00
Fair value (see note 1 below)	-	-
Flat	123.44	123.44
Office Premises	71.88	71.88
	195.32	195.32

Notes:

- (1) The fair value of immovable investment property is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

Notes forming part of the financial statements (Contd.)

- (2) Flat is mortgaged against Working Capital loan from Axis Bank Limited on pari passu basis (Refer note no.19).

Note No. : 4 Other non-current Financial assets

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Carried at amortized cost		
Others		
Fixed deposits with banks *	55.01	120.21
(Non current portion with original maturity period of more than 12 months)		
	55.01	120.21
* Margin deposits against Letters of Credit and Bank Guarantees.		

Note No. : 5 Deferred tax liabilities / (assets)(Net)

'As at 31st March, 2025

(Rs. in lakh)

Particulars	Opening Balance	Recognized in profit or loss	Recognized in Other comprehensive	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment	(0.71)	92.65	-	91.95
Investments	0.13	2.93	-	3.06
Tax effect of items constituting deferred tax assets				
Expenses allowable on payment basis	23.97	8.58	2.28	32.55
Net deferred tax liabilities /(assets)	(24.55)	87.00	(2.28)	62.46

Notes forming part of the financial statements (Contd.)

'As at 31st March, 2024

(Rs. in lakh)

Particulars	Opening Balance	Recognized in profit or loss	Recognized in other comprehensive	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment	5.37	(6.08)	-	(0.71)
Investments	1.08	(0.95)	-	0.13
Tax effect of items constituting deferred tax assets				
Expenses allowable on payment basis	18.13	2.01	3.84	23.97
Net deferred tax liabilities/(assets)	(11.68)	(9.04)	(3.84)	(24.55)

Note No. : 6 Other non-current assets

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at March 31, 2024
Unsecured, considered good Capital Advances [Refer note no. 35.1 (b)]	664.00	-
	664.00	-

Note No. : 7 Inventories

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
(Valued at lower of cost and net realisable value)		
Raw materials	4,219.67	2,946.21
Work in progress	780.14	756.16
Finished goods	1,210.19	598.94
Stores & spares	131.70	78.69
	6,341.70	4,380.00
Refer note no.19 for charge created against borrowings.		

Notes forming part of the financial statements (Contd.)

Note No. : 8 Current investments

Particulars	As at 31 st March, 2025		As at 31 st March, 2024	
	No. of Units	Amount (Rs. in lakh)	No. of Units	Amount (Rs. in lakh)
Quoted, Fully paid				
Carried at fair value through profit or loss				
Investments in mutual funds*				
HDFC Liquid Fund - IIFL	6,193.79	312.17	-	-
Aggregate book value of Quoted Investments		312.17		-
Aggregate market value of Quoted Investments		312.17		-
Aggregate amount of impairment in value of investments		-		-
* Pledged with IIFL against Commodity Future Contracts.				

Note No. : 9 Trade receivables

(Rs. in lakh)

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Trade receivable considered good - Unsecured	3,654.92	4,238.11
Less: Allowance for expected credit loss	47.50	40.55
Trade Receivable considered good - Unsecured	3,607.42	4,197.56
Trade Receivable - credit impaired - Unsecured	-	-
Less: Allowance for credit impairment	-	-
Trade Receivable - credit impaired - Unsecured	-	-
	3,607.42	4,197.56
Includes dues from company in which directors are director/member	8.48	4.11

Notes forming part of the financial statements (Contd.)

9.1 Trade receivables ageing schedule

As at 31st March, 2025:

(Rs. in lakh)

Particulars	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than-3 Years	Total
(i) Undisputed Trade receivables- considered good	3,250.81	152.27	171.86	38.45	0.71	40.82	3,654.92
(ii) Undisputed Trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables- Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables- Credit Impaired	-	-	-	-	-	-	-
TOTAL	3,250.81	152.27	171.86	38.45	0.71	40.82	3,654.92

As at 31st March, 2024

(Rs. in lakh)

Particulars	Not Due	Outstanding for following periods from due date					
		Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than-3 Years	Total
(i) Undisputed Trade receivables- considered good	2,050.86	1,714.47	400.70	32.47	5.02	34.59	4,238.11
(ii) Undisputed Trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables- Credit Impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables- considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables- Credit Impaired	-	-	-	-	-	-	-
TOTAL	2,050.86	1,714.47	400.70	32.47	5.02	34.59	4,238.11

9.2 Trade receivables are non-interest bearing and are generally on credit period upto 90 days.

9.3 Details relating to the Company's credit risk management is given in Note no. 35.5 (a).

Notes forming part of the financial statements (Contd.)

Note No. : 10 Cash and bank balances

(Rs. in Lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
(a) Cash and cash equivalents:		
Balance with schedule banks in Cash Credit account	320.53	1,872.47
Cash on hand (as certified by the management)	12.53	20.89
	333.06	1,893.36
(b) Other bank balances:		
Fixed deposits with banks*		
-Current portion of original maturity more than 12 months	444.65	455.56
-Original maturity upto 12 months	444.65	455.56
	777.71	2,348.91
* Margin money deposits against Letters of Credit and Bank Guarantees.		

Note No. : 11 Loans

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Carried at amortized cost (Unsecured, considered good)		
Loan to others - Body Corporates [Refer note no. 35.11 (b)]	1,346.59	-
	1,346.59	-

Note No. : 12 Other Current Financial Assets

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Carried at amortized cost (Unsecured, considered good)		
Security deposits	162.54	180.07
Other receivables*	4.16	2.35
	166.70	182.42
*Includes Dues from Related parties [Refer note no. 35.3]	1.82	-

Notes forming part of the financial statements (Contd.)

Note No. : 13 Current Tax (Net)

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Advance income tax	1,349.18	939.51
Less: Provision for income tax	1,252.66	876.73
	96.52	62.78

Note No. : 14 Other Current Assets

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Advances other than capital advances		
Advances to suppliers	988.03	791.33
Other Advances	164.74	322.63
Others		
GST and other taxes/duties	424.33	178.49
Prepaid expenses	31.81	25.68
	1,608.91	1,318.13

Note No. : 15 Equity Share capital

	Particulars	As at 31st March, 2025		As at 31st March, 2024	
		No. of shares	Amount (Rs. in lakh)	No. of shares	Amount (Rs. in lakh)
(a)	Authorised Equity shares of par value Rs. 2/- (previous year Rs. 2/-) each	27,00,00,000	5,400.00	27,00,00,000	5,400.00
(b)	Issued, subscribed and fully paid up Equity shares of par value Rs. 2/- (previous year Rs. 2/-) each	26,62,80,000	5,325.60	26,62,80,000	5,325.60
			5,325.60		1,775.20

Notes forming part of the financial statements (Contd.)

(c) Reconciliation of number and amount of equity shares outstanding at the beginning and end of the reporting period :

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	No. of shares	Amount (Rs. in lakh)	No. of shares	Amount (Rs. in lakh)
At the beginning of the year	26,62,80,000	5,325.60	8,87,60,000	1,775.20
Add: Bonus shares issued during the year	-	-	17,75,20,000	3,550.40
At the end of the year	26,62,80,000	5,325.60	26,62,80,000	5,325.60

(d) Terms / Rights attached to Equity shares :

The Company has a single class of equity shares having a par value of Rs. 2/- each. The holders of these shares are entitled to receive dividend as declared from time to time and entitled to one vote per share.

(e) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

(f) Shareholders holding more than 5 % of the equity shares in the Company:

Sl. No.	Name of shareholders	As at 31st March, 2025		As at 31st March, 2024	
		No. of shares	% of holding	No. of shares	% of holding
1	Gunnayak Commercial Pvt. Ltd.	4,34,48,500	16.32%	5,17,50,000	19.43%
2	Panchshul Merchants Pvt. Ltd.	2,16,49,990	8.13%	3,00,00,000	11.27%
3	Hanuman Prasad Agarwal	1,75,10,787	6.58%	1,83,00,000	6.87%
4	Sushil Kumar Agarwal	1,69,49,953	6.37%	1,83,00,000	6.87%
5	R. A. Computech Investment & Consultants (P) Ltd.	1,45,50,000	5.46%	1,45,50,000	5.46%
6	Alltime Suppliers Pvt. Ltd.	1,06,93,316	4.02%	1,47,00,000	5.52%
		12,48,02,546	46.88%	14,76,00,000	55.43%

(g) The aggregate number of equity shares issued pursuant to contract without payment being received in cash in immediately preceding last five years was 18,39,90,000 Equity Shares (previous year 64,70,000 Equity Shares).

Notes forming part of the financial statements (Contd.)

(h) Disclosure of Shareholding of promoters:

As at 31st March, 2025:

Promoter name	As at 31st March, 2025		As at 31st March, 2024		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Hanuman Prasad Agarwal	1,75,10,787	6.58%	1,83,00,000	6.87%	0.00%
Sushil Kumar Agarwal	1,69,49,953	6.37%	1,83,00,000	6.87%	0.00%
Naresh Kumar Agarwal	1,25,99,999	4.73%	1,26,00,000	4.73%	0.00%
Santosh Agarwal	48,00,000	1.80%	48,00,000	1.80%	0.00%
Naresh Kumar Agarwal	12,00,000	0.45%	12,00,000	0.45%	0.00%
Sanjeev Binani	1,50,000	0.06%	1,50,000	0.06%	0.00%
Anil Kumar Mittal	1,50,000	0.06%	1,50,000	0.06%	0.00%
	5,33,60,739	20.05 %	5,55,00,000	20.84 %	0.00 %

As at 31st March, 2024:

Promoter name	As at 31st March, 2024		As at 31st March, 2023		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Hanuman Prasad Agarwal	1,83,00,000	6.87%	61,00,000	6.87%	0.00%
Sushil Kumar Agarwal	1,83,00,000	6.87%	61,00,000	6.87%	0.00%
Naresh Kumar Agarwal	1,26,00,000	4.73%	42,00,000	4.73%	0.00%
Santosh Agarwal	48,00,000	1.80%	16,00,000	1.80%	0.00%
Naresh Kumar Agarwal	12,00,000	0.45%	4,00,000	0.45%	0.00%
Sanjeev Binani	1,50,000	0.06%	50,000	0.06%	0.00%
Anil Kumar Mittal	1,50,000	0.06%	50,000	0.06%	0.00%
	5,55,00,000	20.84%	1,85,00,000	20.84%	0.00%

Notes forming part of the financial statements (Contd.)

Note No. : 16 Other equity

(Rs. in lakh)

Particulars		As at 31st March, 2025	As at 31st March, 2024
a) Capital reserves			
Balance as per last account		15.00	15.00
		15.00	15.00
b) Securities premium			
Balance as per last account		-	2,447.52
Less: Utilised for bonus issue of shares (Refer note no. 35.10)		-	2,447.52
		-	-
c) Retained earnings			
Balance as per last account		3,093.09	3,167.30
Add: Profit for the year		1,013.48	1,040.07
Add: Transferred from OCI - Remeasurement of defined benefit plan		(6.77)	(11.40)
Less: Utilised for bonus issue of shares (Refer note no. 35.10)		-	1,102.88
		4,099.80	3,093.09
d) Other Comprehensive Income (OCI)			
Remeasurement of defined benefit plan			
Balance as per last account		-	-
Add: Addition during the year		(6.77)	(11.40)
Less: Transferred to retained earnings		6.77	11.40
		-	-
TOTAL (a+b+c+d)		4,114.80	3,108.09

e) Nature and purpose of Reserves:

(i) Capital Reserve comprise of reserve arising on Capital Gains and profit on revaluation of capital assets in earlier years, in accordance with applicable accounting standard.

(ii) The amount received in excess of the par value of equity shares has been classified as securities premium. The reserve may be utilized in accordance with the provisions of the Companies Act, 2013.

(iii) Retained earnings represent the amount of accumulated earnings of the Company.

(iv) Remeasurement of defined benefit plan through OCI represents the actuarial gain on employees' benefit which has been, transferred to retained earnings.

Notes forming part of the financial statements (Contd.)

Note No. : 17 Non-current borrowings

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
a) Term Loan from Bank -Secured ICICI Bank Car Loan	9.58	-
b) Unsecured Loans From others -bodies corporate	-	1.18
	9.58	1.18

c) Nature of Security:

(i) ICICI Bank Car Loan - Vehicle loans are secured by hypothecation of car.

d) Rate of interest and Terms of repayment:

Name of the banks / entities	Rate of interest	Amount outstanding as on 31/03/2025		Period of maturity w.r.t. the Balance Sheet date	Number of installments outstanding as on 31/03/2025	Amount of each installment \$ (Rs. in lakh)
		Current* (Rs. in lakh)	Non current (Rs. in lakh)			
ICICI Bank Car Loan	9.15% p.a. (-)	6.46 (-)	9.58 (-)	2 years and 4 months (-)	28 (-)	0.64 (-)
Shreyash Aluminium & Alloy Pvt. Ltd.	12% p.a. (12% p.a.)	- (-)	- (1.18)	- (1 year)	- (1 (Bullet Payment))	- (1.18)
		6.46 (-)	9.58 (1.18)			

Note: Figure in brackets pertain to previous year.

*Represents Current maturities of long term debts shown under 'Current borrowings' (Note no.19).

\$ Installment inclusive of interest.

e) There is no default in repayments of the principal amount of loans and interest thereon.

Notes forming part of the financial statements (Contd.)

Note No. : 18 Non- current provisions

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Provision for employee benefits - Gratuity (Refer note no. 35.7)	111.16	86.94
	111.16	86.94

Note No. : 19 Current borrowings

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
a) Loans repayable on demand- Secured Loan From Banks		
Karnataka Bank Ltd. - Working Capital Loan	-	0.35
Yes Bank Ltd. - Channel Financing Account	501.21	115.95
Yes Bank Ltd. - Working Capital Loan	152.96	436.32
Kotak Mahindra Bank Ltd. - Working Capital Loan	-	1,055.45
Kotak Mahindra Bank Ltd. - Demand Loan	858.98	-
Axis Bank Limited - Demand Loan	3,000.00	2,400.00
	4,513.15	4,008.07
b) Loans repayable on demand - Unsecured Loan From related party -bodies corporate [Refer note no. 35.3]		
	593.76	-
c) Current maturities of long - term borrowings *		
	6.46	-
	5,113.37	4,008.07
*Refer note no. 17 (c) & (d) for nature of securities and terms of repayment respectively.		

Nature of security

- i) Working Capital loan and Channel Financing Account from Yes Bank Ltd. is secured by hypothecation of stocks of raw materials, work-in-progress, finished goods, spares, book debts and current assets of the Company and personal guarantee of directors.
- ii) Working Capital loan and demand loan from Kotak Mahindra Bank Ltd. was secured by hypothecation of First Pari Passu basis on all existing and future receivables, current assets, moveable assets and moveable fixed assets.

Notes forming part of the financial statements (Contd.)

- iii) Working Capital loan and Demand loan from Axis Bank Ltd. is secured by way of hypothecation of Stocks & Receivables and all other current assets both present and future of the company including raw materials, work-in-progress, finished goods in the name of the company. Raw Material Includes wires, Zinc and other related products at factory premises/godown elsewhere and receivables (book debts) and all other current assets . Also, hypothecation of entire Plant and Machinery of the borrower, both present and future on first pari passu basis.

Note No. : 20 Trade payables

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Total outstanding dues of micro enterprises and small enterprises (Refer note no. 35.2)	2.68	31.23
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,776.31	2,452.42
	2,778.99	2,483.65

As at 31st March, 2025

Particulars	Unbilled	Not Due	Outstanding for following periods from the date of transactions				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	2.68	-	-	-	2.68
(ii) Others	-	-	2,773.08	3.21	0.02	-	2,776.31
(iii) Disputed dues-MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	-	-

As at 31st March, 2024

Particulars	Unbilled	Not Due	Outstanding for following periods from the date of transactions				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	31.23	-	-	-	31.23
(ii) Others	-	-	2,447.87	1.91	2.44	0.20	2,452.42
(iii) Disputed dues-MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	-	-

Notes forming part of the financial statements (Contd.)

Note No. : 21 Other current financial liabilities

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Other payables		
Interest accrued but not due on borrowings	0.10	-
Accrued Expenses	197.46	99.96
Unpaid salaries and other payroll dues	66.27	56.33
	263.83	156.29

Note No. : 22 Other current liabilities

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Other Advances		
Advance from customers and others	137.97	60.02
Other Payables		
Statutory liabilities	35.89	15.30
	173.86	75.32

Note No. : 23 Current provisions

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Provision for employee benefits - Gratuity (Refer note no. 35.7)	9.13	8.27
	9.13	8.27

Notes forming part of the financial statements (Contd.)

Note No. 24 : Revenue from operations

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
<u>Sale of products</u>		
Manufactured goods		
Industrial steel wires, galvanized wires and aluminium wires	74,356.97	42,301.69
Other operating revenue		
Brokerage and Commission	141.39	872.25
Total	74,498.36	43,173.94
Note: Disclosure as required under Ind AS 115 - Revenue from contracts with customers has been given in Note no. 35.13.		

Note No. 25 : Other Income

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest income on financial assets carried at amortised cost		
-Fixed deposits	67.03	27.00
-Others	141.32	59.35
Rent received	20.40	18.00
Net gain on sale of non- current investment classified as FVTPL	-	4.68
Profit on Sale of Property, plant and equipment	-	36.18
Fair value gain on non current investments classified as FVTPL	12.17	0.53
Other non-operating income		
Export incentive (Refer note no. 35.12)	6.01	0.85
Exchange fluctuation gain	-	12.33
Freight charges received	52.28	123.74
Rebates	1237.93	385.55
Miscellaneous income	0.00	0.99
	1537.14	669.20

Notes forming part of the financial statements (Contd.)

Note No. 26 : Cost of materials consumed

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Raw material consumed		
Opening stock	2,946.21	2,766.31
Add: Purchases	71,162.90	39,421.90
	74,109.11	42,188.22
Less : Closing stock	4,219.67	2,946.21
	69,889.44	39,242.00

Note No. 27: Changes in inventories of finished goods and work-in-progress

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Opening stock		
- Finished goods	598.94	468.44
- Work in progress	756.16	848.17
	1355.10	1,316.60
Less: Closing stock		
- Finished goods	1210.19	598.94
- Work in progress	780.14	756.16
	1990.33	1,355.10
Increase in Inventories	(635.23)	(38.49)

Note No. 28 : Employee benefits expense

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Salary and wages*	601.37	499.87
Contribution to provident fund and other funds	34.35	29.51
Staff welfare expense	11.14	3.46
	646.86	532.84
*Includes Director's Remuneration Rs. 82.80 lakh (Previous year Rs. 62.40 lakh) (Refer Note no. 35.3).		

Notes forming part of the financial statements (Contd.)

Note No. 29 : Finance costs

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest expense		
on long - term borrowings	1.18	10.40
on Working capital loans	372.85	266.88
on Others*	77.23	1.14
Other borrowing cost	97.30	100.42
	548.56	378.84
* Includes Interest on statutory dues	0.36	0.15

Note No. 30 : Depreciation expense

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Depreciation on property, plant and equipment [Refer Note no. 2(a)]	404.27	207.97
	404.27	207.97

Note No. 31 : Other expense

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Consumption of stores	506.73	459.30
Power and fuel	1,296.33	467.97
Rent*	72.94	23.48
Repairs & maintenance		
- Plant and machinery	137.89	126.39
- Building	6.49	2.86
- Others	6.84	4.88
Insurance charges	72.61	69.88
Rates and taxes	7.11	41.79
Clearing and forwarding charges	12.92	14.85
Carriage inward	300.21	215.82
Exchange fluctuation loss	16.38	-
Bank charges and commission	11.11	8.83
Legal and professional expenses	79.11	31.10
Payments to the auditor (Refer Note no. 31.1)	4.61	3.54
Membership and subscription	10.87	2.95
Carriage outward	371.07	288.06
Corporate Social Responsibility (refer note no. 35.8)	18.25	9.50
Loss on Commodity MCX Zinc	218.05	4.10
Sundry balance written off	1.08	79.14
Allowance for expected credit losses	6.95	40.55
Miscellaneous expenses	543.81	243.42
	3,701.36	2,138.41

Notes forming part of the financial statements (Contd.)

* Includes, short term lease rental of Rs. 60 lakh (31st March 2024: Rs. 10 lakh) charged to Statement of Profit and Loss pertaining to factory premise at Bhubaneswar, Odisha taken on lease.

Note No. 31.1 : Payments to the auditor:

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Statutory Audit	2.00	1.30
Limited Reviews	1.50	1.50
Tax Audit	0.75	0.50
Other Services (Certification)	0.36	0.24
	4.61	3.54

Note No. 32 : Tax expense

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
A. Amount recognized in statement of profit and loss		
Current tax	379.76	350.53
Deferred tax	87.00	(9.04)
Total	466.76	341.49
B. Amount Recognised in Other Comprehensive Income		
Deferred Tax		
On items that will not be reclassified to profit or loss		
Remeasurement gains/(losses) on defined benefit plans	(2.28)	(3.84)
Total	(2.28)	(3.84)

Note No. 32.1 : Reconciliation of tax expenses

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Profit before tax	1,480.24	1,381.56
Applicable tax rate (%)	25.17	25.17
Computed tax expense	372.55	347.70
Adjustments for:		
Expenses not allowed for tax purpose	21.90	57.88
Changes in recognized deductible temporary differences	87.00	(9.04)
Other effects	(14.69)	(55.06)
	466.76	341.47

Notes forming part of the financial statements (Contd.)

Note No. : 33 Other comprehensive income

(Rs. in lakh)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Items that will not be reclassified to profit or loss		
Re-measurements of defined benefit plans	(9.05)	(15.24)
Less: Income tax relating to items that will not be reclassified to profit or loss	2.28	3.84
	(6.77)	(11.40)

Note No. 34 : Earnings per share

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
(a) Amount used as the numerator: Profit for the year (A) (Rs. in lakh)	1,013.48	1,040.07
(b) . Weighted average number of equity shares outstanding used as denominator for computing basic earnings per share - (B)	26,62,80,000	26,62,80,000
(c) . Weighted average number of equity shares outstanding used as denominator for computing diluted earnings per share - (C)	26,62,80,000	26,62,80,000
(d) Nominal value of equity shares (Rs.)	2.00	2.00
(e) Basic earnings per share (Rs.) (A/B)	0.38	0.39
(f) Diluted earnings per share (Rs.) (A/C)	0.38	0.39

35. Other disclosures and additional regulatory informations:

35.1 Contingent Liabilities and Capital Commitments (to the extent not provided for)

In the ordinary course of business, the Company faces claims and assertions by various parties. The Company assesses such claims and assertions and monitors the legal environment on an ongoing basis, with the assistance of external legal counsel, wherever necessary. The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible but not probable, the Company provides disclosure in the financial statements but does not record a liability in its accounts unless the loss becomes probable.

Notes forming part of the financial statements (Contd.)

The following is a description of claims and assertions where a potential loss is possible, but not probable. The Company believes that none of the contingencies described below would have a material adverse effect on the Company's financial condition, results of operations or cash flow.

(a) Contingent liabilities and commitments (to the extent not provided for) (Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
(a) Contingent liabilities :		
Claims against the company not acknowledged as debts :		
Guarantee given by bank on behalf of company	1,018.19	1,187.62

The amounts shown in (a) above represent the best possible estimates arrived at on the basis of available information.

The uncertainties and timing of the cash flows are dependent on the outcome of different legal processes which have been invoked by the Company or the claimants as the case may be and therefore cannot be estimated accurately. The Company does not expect any reimbursement in respect of above contingent liabilities.

(b) Capital Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for: (Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for	1,000.00	-
Advance paid against above	664.00	-

Notes forming part of the financial statements (Contd.)

35.2 Section 22 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006:

Based on the information/documents available with the Company, information as per the requirement of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 with respect to trade payables, suppliers of capital goods and creditors for expenses are as follows:

As at 31st March, 2025 :

(Rs. in lakh)

Sl. No.	Description	Trade Payables	Payable to suppliers of capital goods	Payable to creditors For Expense	Total
(a)	The principal amount remaining unpaid to suppliers as at the end of accounting year	2.68	-	-	2.68
(b)	The interest due thereon remaining unpaid to suppliers as at the end of accounting year	0.13	-	-	0.13
(c)	The amount of interest paid by the Company in terms of section 16, of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year.	-	-	-	-
(d)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	-	-	-	-
(e)	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year	-	-	-	-
(f)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-	-	-

* Included in the line item "Total outstanding dues of micro enterprises and small enterprises" under Note no. 20

Notes forming part of the financial statements (Contd.)

As at 31st March, 2024 :

(Rs. in lakh)

Sl. No.	Description	Trade Payables	Payable to suppliers of capital goods	Payable to creditors For Expense	Total
(a)	The principal amount remaining unpaid to suppliers as at the end of accounting year	31.21	-	-	31.21
(b)	The interest due thereon remaining unpaid to suppliers as at the end of accounting year.	0.02	-	-	0.02
(c)	The amount of interest paid by the Company in terms of section 16, of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	-	-	-	-
(d)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-	-	-
(e)	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year	-	-	-	-
(f)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-	-	-

Notes forming part of the financial statements (Contd.)

35.3 Related party disclosures in accordance with Indian Accounting Standard - 24 are given below :

I. List of the Related Party where control exists and related parties with whom transaction have taken place and relationship:

(a) Key Managerial Personnel (KMP)

- 1) Sri Naresh Kumar Agarwal - Chairman cum Director
- 2) Sri Hanuman Prasad Agarwal -Managing Director
- 3) Sri Sanjeev Binani - Director
- 4) Sri Ankush Agarwal – Director
- 5) Sri Rajiv Adukia - Non Executive Director
- 6) Mrs. Pooja Bachhawat - Non Executive Director
- 7) Sri Mahesh Kumar Sharma - Company Secretary
- 8) Sri Anand Kumar Sharma - Chief Financial Officer

(b) Enterprises owned or significantly influenced by KMP and their Relatives

Gunnayak Commercial Pvt. Ltd.

Alltime Suppliers Pvt. Ltd.

Classic Electrodes (I) Ltd.

Jai Hanuman Industrial Corporation

Mohta Agencies Pvt. Ltd.

Panchshul Merchants Pvt. Ltd.

R A Comptech Investment & Consultant Pvt. Ltd.

Balaji Electrodes Pvt. Ltd.

Blue Bird Dealers Private Limited

HM Power and Cables Private Limited

Note: Related party transaction is as identified by the company and relied upon by the auditor.

Notes forming part of the financial statements (Contd.)

II. Transaction with related parties during the year:

(Rs. in lakh)

Nature of Transaction	KMP	Enterprises owned or significantly influenced by KMP and their Relatives
Sales	-	0.15
Classic Electrodes (I) Ltd.	(-)	(0.41)
Purchases	-	0.26
Jai Hanuman Industrial Corporation	(-)	(759.03)
Rent Received	-	18.00
Classic Electrodes (I) Ltd.	(-)	(18.00)
	-	2.40
HM Power and Cables Private Limited	(-)	(-)
Electricity charges received (Factory)	-	69.12
Classic Electrodes (I) Ltd.	(-)	(50.90)
Electricity charges paid	-	6.41
Classic Electrodes (I) Ltd.	(-)	(5.30)
Loans Taken	-	1,792.00
Panchshul Merchants Pvt. Ltd.	(-)	(-)
	-	100.00
Alltime Suppliers Pvt. Ltd.	(-)	(-)
	-	200.00
Gunnayak Commercial Pvt. Ltd.	(-)	(-)
Loans refunded	-	13.64
Panchshul Merchants Pvt. Ltd.	(-)	(-)
	-	200.00
Gunnayak Commercial Pvt. Ltd.	(-)	(-)
Advance Given	-	1.82
Gunnayak Commercial Pvt. Ltd.	(-)	(-)
Interest paid on Loans taken	-	72.77
Panchshul Merchants Pvt. Ltd.	(-)	(-)
	-	0.30
Alltime Suppliers Pvt. Ltd.	(-)	(-)
	-	3.54
Gunnayak Commercial Pvt. Ltd.	(-)	(-)
Repairs and maintenance expenses	-	1.14
Classic Electrodes (I) Ltd.	(-)	(1.19)
	-	0.01
Jai Hanuman Industrial Corporation	(-)	(0.11)
Reimbursement of Expenses	0.31	-
Sri Ankush Agarwal	(0.38)	(-)
Rent paid	-	10.20
Classic Electrodes (I) Ltd.	(-)	(10.20)
Remuneration to KMP (Short term employee benefits)*	28.80	-
Sri Ankush Agarwal	(20.40)	(-)

Notes forming part of the financial statements (Contd.)

Sri Hanuman Prasad Agarwal	42.00 (30.00)	- (-)
Sri Naresh Kumar Agarwal	12.00 (12.00)	- (-)
Sri Mahesh Kumar Sharma	7.47 (5.75)	- (-)
Sri Anand Kumar Sharma	12.39 (11.46)	- (-)
Directors' Fees	0.96	-
Sri Rajiv Adukia	(0.40)	(-)
Pooja Bachhawat	0.38 (-)	- (-)

*The above remuneration does not include provision for gratuity and leave encashment, which is determined for the Company as a whole.

III. Balances with related parties as at 31st March, 2025:

(Rs. in lakh)

Name of related party	KMP	Enterprises owned or significantly influenced by KMP and their Relatives
Receivables	-	8.48
Classic Electrodes (I) Ltd.	(-)	(4.11)
	-	1.82
Gunnayak Commercial Pvt. Ltd.	(-)	(-)
	1.59	-
Sri Anand Kumar Sharma	(2.28)	(-)
Payables	-	1.16
Classic Electrodes (I) Ltd.	(-)	(3.22)
	-	3.81
Jai Hanuman Industrial Corporation	(-)	(3.81)
	-	-
Sri Mahesh Kumar Sharma	(0.57)	(-)
	-	493.49
Panchshul Merchants Pvt. Ltd.	(-)	(-)
	-	100.30
Alltime Suppliers Pvt. Ltd.	(-)	(-)

- The transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms.
- No amount has been written back/written off during the year in respect of due to/from related parties.
- The amounts due from related parties are good and hence no provision for doubtful debts in respect of dues from such related parties is required.
- The remuneration of directors is determined by the nomination and remuneration committee of the Board of Directors considering the performance of individuals and market trends.
- Figures in the bracket relate to the previous year.

Notes forming part of the financial statements (Contd.)

35.4 Financial instruments - Accounting, Classification and Fair value measurements

A. Financial instruments by category As at 31st March, 2025

(Rs. in lakh)

Sl. No.	Particulars	Refer Note No.	Total Fair Value	Carrying value			
				Amortized cost	FVTOCI	FVTPL	Total
(1)	Financial assets						
(a)	Investments	8	312.17	-	-	312.17	312.17
(b)	Trade receivables	9	3,607.42	3,607.42	-	-	3,607.42
(c)	Cash and cash equivalents	10(a)	333.06	333.06	-	-	333.06
(d)	Bank balances other than cash and cash equivalents	10(b)	444.65	444.65	-	-	444.65
(e)	Loans	11	1,346.59	1,346.59	-	-	1,346.59
(f)	Other current financial assets	4 & 12	221.72	221.72	-	-	221.72
	Total		6,265.61	5,953.44	-	312.17	6,265.61
(2)	Financial liabilities						
(a)	Borrowings	17 & 19	5,122.96	5,122.96	-	-	5,122.96
(b)	Trade payables	20	2,778.98	2,778.98	-	-	2,778.98
(c)	Other financial liabilities	21	263.83	263.83	-	-	263.83
	Total		8,165.76	8,165.76	-	-	8,165.76

Notes forming part of the financial statements (Contd.)

As at 31st March, 2024

(Rs. in lakh)

Sl. No.	Particulars	Refer Note No.	Total Fair Value	Carrying value			
				Amortized cost	FVTOCI	FVTPL	Total
(1)	Financial assets						
(a)	Investments	8	-	-	-	-	-
(b)	Trade receivables	9	4,197.56	4,197.56	-	-	4,197.56
(c)	Cash and cash equivalents	10(a)	1,893.36	1,893.36	-	-	1,893.36
(d)	Bank balances other than cash and cash equivalents	10(b)	455.56	455.56	-	-	455.56
(e)	Loans	11	-	-	-	-	-
(f)	Other current financial assets	4 & 12	302.64	302.64	-	-	302.64
	Total		6,849.12	6,849.12	-	-	6,849.12
(2)	Financial liabilities						
(a)	Borrowings	17 & 19	4,009.25	4,009.25	-	-	4,009.25
(b)	Trade and other payables	20	2,483.65	2,483.65	-	-	2,483.65
(c)	Other financial liabilities	21	156.29	156.29	-	-	156.29
	Total		6,649.19	6,649.19	-	-	6,649.19

Notes forming part of the financial statements (Contd.)

B. Fair value hierarchy

The fair value of the financial assets and financial liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Fair value of cash and cash equivalents, trade receivables, and other current financial assets, and other current financial liabilities is considered to be equal to the carrying amounts of these items due to their short-term nature.

Where such items are Non-current in nature, the same has been classified as Level 3 and fair value determined using adjusted net asset value method. Similarly, unquoted equity instruments where most recent information to measure fair value is insufficient, or if there is a wide range of possible fair value measurements, cost has been considered as the best estimate of fair value.

The fair value of investment in mutual funds has been determined based on quotes from mutual funds/ Asset management companies during the year.

The Company has not classified any material financial instruments under Level 3 of the fair value hierarchy. There were no transfers between Level 1 and Level 2.

Notes forming part of the financial statements (Contd.)

The following tables provide the fair value hierarchy of the Company's assets and liabilities measured at fair value on a recurring basis:

- (i) Financial assets and financial liabilities measured at fair value on a recurring basis as at 31st March, 2025:

(Rs. in lakh)

Sl. No.	Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
A.	Financial assets	8				
	Investments		312.17	-	-	312.17
	Total financial assets		312.17	-	-	312.17

- (ii) Financial assets and financial liabilities measured at fair value on a recurring basis as at 31st March, 2024:

(Rs. in lakh)

Sl. No.	Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
A.	Financial assets	8				
	Investments		-	-	-	-
	Total financial assets		-	-	-	-

There have been no transfers between Level 1 and Level 2 either during the year ended 31st March, 2025 or during the year ended 31st March, 2024.

Notes forming part of the financial statements (Contd.)

35.5 Financial risk management objectives and policies

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

(a). Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Financial instruments that are subject to concentrations of credit risk materially consists of trade receivables and deposits with Banks.

The impairment for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each balance sheet date.

Financial assets are written off when there is no reasonable expectation of recovery, however, the Company continues to attempt to recover the receivables. Where recoveries are made, these are recognised in the Statement of Profit and Loss.

(i) Trade Receivables

All trade receivables are subject to credit risk exposure. Customer credit risk is managed based on Company's established policy, procedures and control relating to customer credit risk management.

Trade receivables are non-interest bearing and are generally on credit terms of upto 90 days.

The Company has used expected credit loss (ECL) model for assessing the impairment loss. For the purpose, the Company uses a provision matrix to compute the expected credit loss amount. The provision matrix takes into account external and internal risk factors and historical data of credit losses. Refer note no. 9 for movement in expected credit loss and trade receivables aging.

An impairment analysis is performed at each balance sheet date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the balance sheet date is the carrying value of each class of financial assets disclosed in note no. 9.

Notes forming part of the financial statements (Contd.)

The Company does not have significant concentration of credit risk related to trade receivables. 2 single third parties customer contributes to more than 10 % of outstanding accounts receivable as at 31st March, 2025 and no single third parties customer contributes to more than 10 % of outstanding accounts receivable as at 31st March, 2024.

The ageing analysis of the receivables (gross) has been disclosed in Note No. 9.

(₹ in Lakh)		
Particulars	As at 31st March, 2025	As at 31st March, 2024
Balance at the beginning of the year	40.56	12.77
Charge in Statement of Profit and Loss	6.95	27.79
Balance at the end of the year	47.51	40.56

(ii) Balances with banks

Credit risk from balances with banks is managed in accordance with the Company's policy. Investments of surplus funds are made only with approved counter parties.

The Company's maximum exposure to credit risk for the components of the balance sheet as at 31st March, 2025 and 31st March, 2024 is the carrying amounts as stated under note no. 10.

(b) Liquidity risk

Liquidity risk is defined as the risk that the company will not be able to settle or meet its obligation on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

Notes forming part of the financial statements (Contd.)

The tables below summarises the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.

(Rs. in lakh)

Particulars	Carrying value	Contractual cash flows	Less than 1 year	1-5 years	More than 5 years
<u>31st March, 2025</u>					
Borrowings					
-Loans repayable on demand	5,106.91	5,106.91	5,106.91	-	-
-Current maturities of long - term borrowings	6.46	6.46	6.46	-	-
-Non-current	9.58	9.58	-	9.58	-
Trade payables	2,778.99	2,778.99	2,778.99	-	-
Other financial liabilities	263.83	263.83	263.83	-	-
Total	8,165.77	8,165.77	8,156.19	9.58	-
<u>31st March, 2024</u>					
Borrowings					
-Loans repayable on demand	4,008.07	4,008.07	4,008.07	-	-
-Current maturities of long - term borrowings	-	-	-	-	-
-Non-current	1.18	1.18	-	1.18	-
Trade payables	2,483.65	2,483.65	2,483.65	-	-
Other financial liabilities	156.29	156.29	156.29	-	-
Total	6,649.19	6,649.19	6,648.01	1.18	-

The Company has current financial and non-financial assets which will be realised in ordinary course of business. The Company ensures that it has sufficient cash on demand to meet expected operational expenses.

(c) Market risk

The Company has no international transactions and is not exposed to foreign exchange risk.

Interest rate risk

The Company has no variable rate borrowings, therefore the Company is not exposed to interest rate risk.

Notes forming part of the financial statements (Contd.)

(d) Lien

The fair values of the fixed deposits under lien aggregated to Rs. 499.67 lakh (Rs. 575.78 lakh on 31st March, 2024) which was held as Margin Money against Bank Guarantees/Letter of credits.

35.6 Capital Management

(a) Risk management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity share-holders of the Company. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders.

35.7 Employee benefits in accordance with Indian Accounting Standard - 19 " Employee Benefits:

a) Defined Contribution Plan :

Employee benefits in the form of Provident Fund and Employee State Insurance Scheme are considered as defined contribution plan.

The contributions to the respective fund are made in accordance with the relevant statute and are recognised as expense when employees have rendered service entitling them to the contribution. The contributions to defined contribution plan, recognised as expense in the Statement of Profit and Loss are as under:

(Rs. in lakh)

Defined Contribution Plan	Year ended 31st March, 2025	Year ended 31st March, 2024
Employers' Contribution to Provident Fund	26.35	22.50
Employers' Contribution to Employee State Insurance Scheme	8.00	7.01

b) Defined Benefit Plans:

Description of Plans

- The Gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the said Act, an employee who has completed five years of service is entitled to specific benefit. The Gratuity Plan provides a lumpsum payment to employees at retirement, death, incapacitation or termination of employment. The level of benefits provided depends on the member's length of service and salary at retirement age etc. The scheme is unfunded.

The following tables summarise the components of net benefit expense recognised in the Statement of Profit and Loss and the unfunded status and amounts recognised in the Balance Sheet for the said plan:

Notes forming part of the financial statements (Contd.)

ii) Details of unfunded post retirement plans are as follows :

(Rs. in lakh)

Particulars		Gratuity	
		As at 31st March, 2025	As at 31st March, 2024
I.	Components of Employer Expense		
I.1	Expenses recognised in the Statement of Profit and Loss:		
	Current service cost	15.27	12.14
	Past service cost	-	-
	Interest cost	6.64	5.19
	Curtailment	-	-
	Settlement	-	-
	Expense recognised in the Statement of Profit and Loss	21.91	17.32
I.2	Remeasurements recognised in Other comprehensive income		
	Actuarial gain / (loss) arising from:		
	- change in demographic assumptions	-	-
	- change in financial assumptions	3.10	2.41
	- changes in experience adjustments	5.95	12.83
	- changes in asset ceiling (excluding interest income)	-	-
	(Returns)/loss on plan assets excluding amounts included in Net interest cost	-	-
	Components of defined benefit costs recognised in Other comprehensive income	9.05	15.24
	Total defined benefit cost recognised in Profit and Loss and Other comprehensive income	30.96	32.56
II.	Change in present value of defined benefit obligation :		
	Present value of defined benefit obligation at the beginning of the year	95.22	72.04
	Interest expense	6.64	5.19
	Past service cost	-	-
	Current service cost	15.27	12.14
	Benefits paid	(5.88)	(9.38)
	Actuarial gain / (loss) arising from:		
	- change in financial assumptions	3.10	2.41
	- changes in experience adjustments	5.95	12.83
	Present value of Defined Benefit Obligation at the end of the year	120.29	95.21

(Rs. in lakh)

III	Change in fair value of plan assets during the year :	As at 31st March, 2025	As at 31st March, 2024
	Plan assets at the beginning of the year	-	-
	Interest income	-	-
	Employers' contributions	-	-
	Benefits paid	-	-
	Re-measurement (Returns on plan assets excluding amounts included in interest income)	-	-
	Fair Value of Plan Assets at the end of the year	-	-

Notes forming part of the financial statements (Contd.)

IV.	Net Asset / (Liability) recognised in the Balance Sheet as at the year end:		
	Present value of Defined Benefit Obligation	120.29	95.21
	Fair value of Plan Assets	-	-
	Funded Status [Surplus/(Deficit)]	(120.29)	(95.21)
	Net Asset / (Liability) recognised in Balance Sheet		
	Current liability	(9.13)	(8.27)
	Non-current liability	(111.16)	(86.94)
V.	Actuarial Assumptions :		
	Discount Rate (per annum) %	6.90%	6.97%
	Expected Rate of Salary increase (per annum)%	5.00%	5.00%
	Retirement/Superannuation Age (Year)	58	58
	Mortality Rates	100% of IALM 2012-2014	100% of IALM 2012-2014
VI.	Maturity Profile of Defined Benefit Obligation		
	Expected cash flows (valued on undiscounted basis):		
	1 Year	9.13	8.27
	2 to 5 years	44.95	22.08
	6 to 10 years	37.83	25.59
	More than 10 years	176.70	190.70
	Total expected payment	268.61	246.63
	The weighted average duration of the defined benefit plan obligation at the end of the balance sheet date (in years)	13 years	13 years
VII.	Sensitivity analysis on Present value of Defined Benefit Obligations:		
	Discount rates		
	1% Increase	(109.42)	(85.40)
	1% Decrease	133.04	106.85
	Expected rates of salary increases		
	1% Increase	133.42	106.33
	1% Decrease	(108.92)	(85.07)
	The sensitivity analyses above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring as at the balance sheet date.		
	All sensitivities are calculated using the same actuarial method as for the disclosed present value of the defined benefits obligation at year end.		
VIII.	Experience adjustments on Present value of Defined Benefit Obligation and Plan Assets are as follows :		
	Present value of Defined Benefit Obligation	120.29	95.21
	Fair value of Plan Assets	-	-
	(Deficit)/Surplus	120.29	95.21
	Experience adjustment of Plan Assets [Gain/(Loss)]	-	-
	Experience adjustment of Obligations [(Gain)/Loss]	5.95	12.83

Notes forming part of the financial statements (Contd.)

iii) Risks related to defined benefit plans:

Valuations are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary overtime. Thus, the Company is exposed to various risks in providing the above gratuity benefit which are as follows:

- i) **Interest Rate risk** : The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).
 - ii) **Liquidity Risk** : This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non-availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.
 - iii) **Salary Escalation Risk** : The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.
 - iv) **Demographic Risk** : The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.
 - v) **Regulatory Risk** : Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act , 1972(as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (e.g. Increase in the maximum limit on gratuity of Rs. 20.00 lakh).
-
- i) The following are the assumptions used to determine the benefit obligation
 - a) **Discount rate**: The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields / rates available on applicable bonds as on the current valuation date.
 - b) **Rate of escalation in salary** : The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.
 - c) **Attrition rate**: Attrition rate indicated above represents the Company's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.
 - ii) The Gratuity and Provident Fund expenses have been recognised under "Contribution to Provident and Other Funds" under "Salaries and Wages" under Note No. 28.

Notes forming part of the financial statements (Contd.)

35.8 Expenditure on Corporate Social Responsibilities (CSR) activities in accordance with Section 135 of The Companies Act, 2013:

As per Section 135 of Companies Act, 2013, a company, meeting the applicability threshold, needs to spend atleast 2% of its average net profit for the immediately preceding 3 financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

(Rs. in lakh)		
Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
(i) Amount required to be spent by the company during the year	18.23	9.58
(ii) Total of previous years excess adjusted	0.05	0.13
(iii) Amount of expenditure incurred	18.25	9.50
(iv) Shortfall at the end of the year	-	-
(v) Total of previous years shortfall	-	-
(vi) Reason for shortfall	-	-
(vii) Excess at the end of the year	0.07	0.05

Notes forming part of the financial statements (Contd.)

(vi) Nature of CSR activities:

(Rs. in lakh)

Activity	Sector in which the Project is covered	Year ended 31st March, 2025	Year ended 31st March, 2024	Name of implementing agency/Fund
Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Item no. (ii) of the Schedule VII of the Act.	-	9.50	Karmaputra Charitable Trust
Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Item no. (ii) of the Schedule VII of the Act.	18.25	-	R K Rungta Charitable Trust
Total		18.25	9.50	

(vii) There is contribution to a trust controlled by the company in relation to CSR expenditure.

(viii) There is no contractual obligation hence, provision is not required.

35.9 Segment information as per Ind AS 108 - Operating Segments:

The Board of Directors has been identified as the Company's chief operating decision-maker (CODM) as defined by Ind AS 108 - Operating Segments. The Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by Business segments. The CODM of the Company evaluates the segments based on their revenue growth, operating income and return on capital employed.

The Company has identified a single reportable business segment i.e. manufacturing, exporting and supplying of Industrial steel wires, galvanized wires and aluminium wires.

Notes forming part of the financial statements (Contd.)

35.10 Impairment of Assets in accordance with Indian Accounting Standard-36:

The Company has identified two manufacturing facilities at Sankrail Industrial Park, Jangalpur, PO. Kanduah, Howrah - 711302 as its cash generating units and carried out test for impairment of Assets on the basis of indications set out in Indian Accounting Standard - 36 " Impairment of Assets" at the balance sheet date. The company did not find any Impairment in its Assets as at 31st March, 2025 and 31st March, 2024.

35.11 Details of Loans given, investments made and guarantee given covered u/s 186(4) of the Companies Act, 2013:

(a) The particulars of investments made are given under Note No. 8

(b) Details of Loans given during the year ended 31st March 2025

(Rs. in lakh)

Name of Party to whom loan is given	Loan Given	Loan Refunded	Amount of loan outstanding on 31-03-2025	Purpose of Loan	Terms of Repayment	Rate of interest
Bengal Pipe Industries	373.95	111.35	262.60	General Corporate Purpose	Repayable on demand	@ 8% p.a.
Jai Balalji Jyoti Steel	108.56	4.08	104.48	General Corporate Purpose	Repayable on demand	@ 9% p.a.
Jai Salasar Balaji Industries Pvt. Ltd.	437.95	18.98	418.97	General Corporate Purpose	Repayable on demand	@ 9% p.a.
K.L.Jute Products Pvt. Ltd.	322.59	22.59	300.00	General Corporate Purpose	Repayable on demand	@ 10% p.a.
LTK Industries	308.38	308.38	-	General Corporate Purpose	Repayable on demand	@ 12% p.a.
P.G. Infraprojects Pvt. Ltd.	804.60	804.60	-	General Corporate Purpose	Repayable on demand	@ 12% p.a.
Rajani Dealcom	306.58	306.58	-	General Corporate Purpose	Repayable on demand	@ 12% p.a.
Riddhi Portfolio	316.62	316.62	-	General Corporate Purpose	Repayable on demand	@ 13% p.a.
Saharsh Vincom Private Limited	628.45	519.57	108.88	General Corporate Purpose	Repayable on demand	@ 9% p.a.

Notes forming part of the financial statements (Contd.)

Sendoz Commercials Pvt.Ltd.	112.47	12.47	100.00	General Corporate Purpose	Repayable on demand	@ 13% p.a.
Shree Niwas Textiles Pvt. Ltd.	156.28	106.28	50.00	General Corporate Purpose	Repayable on demand	@ 10% p.a.
Vinod Kumar	50.71	50.71	-	General Corporate Purpose	Repayable on demand	@ 9% p.a.
Zinnia Trading Pvt. Ltd.	53.92	52.26	1.66	General Corporate Purpose	Repayable on demand	@ 13% p.a.
Total	3,981.06	2,634.47	1,346.59			

The Company has not given any loans during the previous year ended 31st March, 2024.

(c) The Company has not given any guarantee and has not provided any security.

35.12 Government grants as per Indian Accounting Standard-20:

Government Grants are recognized at fair value when there is reasonable assurance that the grant would be received and the company would comply with all the conditions attached with them.

The following are the government grants received during the financial year ended 31st March, 2025 and 31st March, 2024:

(Rs. in lakh)

Sl. No.	Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
I.	Duty drawbacks received: Export incentives under Chapter 73 of the Customs Tariff Act, 1975	6.01	0.85

The company has complied with all the conditions for availment of the government grants during the year.

No contingencies have been recognized in relation to the government grants received during the year.

Notes forming part of the financial statements (Contd.)

35.13 Disclosure as per Ind AS 115 "Revenue from contracts with customers"

(i) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

(Rs. in lakh)

	Year ended 31st March, 2025	Year ended 31st March, 2024
Revenue by Contract Type		
Reconciliation of revenue recognised:		
Contract Price	74,498.36	43,173.94
Adjustments for:		
- Discounts	-	-
Total revenue from contracts with customers	74,498.36	43,173.94
Revenue by type of goods		
Industrial steel wires and Galvanized wires	39,427.34	42,301.69
Aluminium wires	34,929.63	-
	74,356.97	42,301.69
Geographical Markets:		
In India	73,894.26	41,992.87
In outside India	462.71	308.82
Total revenue from contracts with customers	74,356.97	42,301.69
Timing of revenue recognition:		
Goods transferred at a point in time	74,356.97	42,301.69
Total revenue from contracts with customers	74,356.97	42,301.69
Type of customer	Government and non-government customers	Government and non-government customers
Contract duration	Short-term	Short-term

Notes forming part of the financial statements (Contd.)

(ii) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers

(Rs. in lakh)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Trade receivables (Net) (Refer note no. 9)	3,607.42	4,197.56
Contract liabilities		
- Advances from customers (Refer note no. 22)	137.97	60.02
Contract assets		
- Unbilled revenue	-	-

35.14 Additional Regulatory Information

(a) Capital work-in-progress ageing schedule:

As at 31st March, 2025

(Rs. in lakh)

CWIP	Amount in CWIP for period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Plant and Machinery	49.58	7.06	-	-	56.64

As at 31st March, 2024

(Rs. in lakh)

CWIP	Amount in CWIP for period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Plant and Machinery	36.34	-	40.86	-	77.20

Notes forming part of the financial statements (Contd.)

Note:

- (i) There is no time and cost overrun in comparison to its original plan.
- (ii) (ii) There is no project temporarily suspended.

(b) The following are analytical Ratios for the year ended 31st March, 2025 and 31st March, 2024:

Sl.	Ratio	Numerator	Denominator	31-03-2025	31-03-2024	Variance
1	Current Ratio (in times)	Current Assets	Current Liabilities	1.71	1.86	-7.85%
2	Debt-Equity Ratio (in times)	Total debt	Shareholder's equity	0.54	0.48	14.15%
3	Debt Service Coverage Ratio (in times)	Earning for Debt Service#	Debt service = Interest and Principal repayments	0.38	0.41	-5.41%
4	Return on Equity Ratio (%)	Net profit after tax	Average shareholder's equity	2.84%	3.28%	-0.45%
5	Inventory Turnover Ratio (in times)	Revenue from operations	Average Inventory	3.47	2.53	37.48%
6	Trade Receivables Turnover Ratio (in times)	Revenue from operations	Average Trade Receivable	4.77	2.77	72.28%
7	Trade Payables Turnover Ratio (in times)	Purchases of goods	Average Trade Payable	6.76	4.44	52.34%
8	Net Capital Turnover Ratio (in times)	Revenue from operations	Working Capital	12.59	7.50	67.88%
9	Net Profit Ratio(%)	Net Profit	Total Income	1.33%	2.35%	-1.01%
10	Return on Capital Employed (%)	Profit before interest on long-term borrowings and taxes	Capital employed*	15.59%	16.55%	-0.96%
11	Return on Investment (%)	Income from investment	Average investment	1.95%	0.93%	1.02%

Notes forming part of the financial statements (Contd.)

Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments

* Capital employed = Net worth+ Long-term borrowings +/- Deferred tax liabilities/ Assets.

Explanation for change in the ratio by more than 25% as compared to the preceding year:

- (i) Inventory Turnover Ratio: Due to increased in sale during the year.
- (ii) Trade Receivables Turnover Ratio: Due to Sales has increase and collections from debtors end of year is very good.
- (iii) Trade Payables Turnover Ratio: Due to increased purchase of raw material due to increased in production and sales during the year and regular payment to MSME vendors.
- (iv) Net Capital Turnover Ratio: Due to increase in Sales during the year

(c) The quarterly returns and stock statements of current assets filed by the Company with banks are in agreement with the books of accounts.

(d) Disclosures required under Additional regulatory information as prescribed under paragraph 6L to general instructions for preparation of Balance Sheet under Schedule III to the Companies Act, 2013 are not applicable to the Company except as disclosed in Para (a) to (c) above.

35.15 The Company has taken a factory premise at Bhubaneswar, Odisha on lease for the purpose of expansion of its business.

Notes forming part of the financial statements (Contd.)

35.16 The previous year's have been rearranged wherever necessary. Amounts and other disclosures for the preceding year is included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

The accompanying notes 1 to 35 are an integral part of the financial statements.

As per our report of even date attached.

For G. P. Agrawal & Co.
Chartered Accountants
Firm's Registration No. - 302082E

For and on behalf of the Board of Directors of
Kritika Wires Limited

Sd/-
(CA. Rakesh Kumar Singh)
Partner
Membership No. 066421

Sd/-
Naresh Kumar Agarwal
(Director)
(DIN: 01020334)

Sd/-
Hanuman Prasad Agarwal
(Managing Director)
(DIN: 00654218)

Sd/-
Anand Kumar Sharma
(Chief Financial Officer)

Sd/-
Mahesh Kumar Sharma
(Company Secretary)

Place of Signature: Kolkata
Date: The 9th day of May, 2025

A city skyline at sunset with geometric overlays. The image features a dense urban landscape with various skyscrapers and buildings. The sky is a mix of orange, pink, and blue. Overlaid on the image are several large, semi-transparent geometric shapes in white and grey, creating a modern, architectural feel. The text is centered and overlaid on these shapes.

KRITIKA WIRES LIMITED

REGISTERED OFFICE:

1A, BONFIELD LANE, MEZANINE FLOOR, KOLKATA - 700001

CORPORATE OFFICE:

**UNIT-201, 2ND FLOOR, BUS TERMINUS & COMMERCIAL
COMPLEX, PLOT-BG-12, AA-I, NEW TOWN PRIDE HOTEL
BUILDING, KOLKATA - 700156**