



Date: September 07, 2024

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.

Dear Sir / Madam,

Sub: Submission of Annual Report for F.Y. 2023-24
Ref: Kataria Industries Limited (Symbol: KATARIA)

With reference to captioned subject and pursuant to Regulation 34 of SEBI (LODR) Regulation, 2015, we hereby submit with the Stock Exchange the Annual Report of the Company for the financial year 2023-24.

Kindly take the same on your record and oblige us.

Thanking You,

For Kataria Industries Limited

Arun Kataria
Managing Director
DIN: 00088999

Place: Ratlam

Kataria Industries Limited

(Formerly known as Kataria Industries Private Limited)

(An ISO 9001:2015 Certified Company)

CIN: U27300MP2004PLC029530

Regd. Office & Manufacturing Units

34-38 & 44 Industrial Area, Ratlam - 457001 (M.P.) - India

+91 7412 261141/42/43 | +91 99 818283 77

marketing@katariagroup.co.in

www.katariaindustries.co.in



**KATARIA
TENASYO**
Wired for Excellence

Kataria Industries Limited
Wired For Excellence

20TH ANNUAL REPORT

2023-24

Excellence of Leadership

with Reinforced Engineering!

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CORPORATE INFORMATION

KATARIA INDUSTRIES LIMITED

CIN: U27300MP2004PLC029530

BOARD OF DIRECTORS

Mr. Arun Kataria	Managing Director
Mr. Anoop Kataria	Whole-Time Director
Mr. Sunil Kataria	Non-Executive Director
Mr. Mukesh Kumar Jain	Independent Director
Mrs. Apurva Lunawat	Independent Director

AUDIT COMMITTEE

Mrs. Apurva Lunawat	Chairperson
Mr. Mukeshkumar Jain	Member
Mr. Anoop Kataria	Member

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mrs. Apurva Lunawat	Chairperson
Mr. Mukeshkumar Jain	Member
Mr. Sunil Kataria	Member

NOMINATION AND REMUNERATION COMMITTEE

Mr. Mukeshkumar Jain	Chairperson
Mrs. Apurva Lunawat	Member
Mr. Sunil Kataria	Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Arun Kataria	Chairperson
Mr. Mukesh Kumar Jain	Member
Mr. Anoop Kataria	Member

BANKERS

HDFC Bank Limited
ICICI Bank Limited

REGISTERED OFFICE

34-38 and 44, Industrial Area, Ratlam, Madhya Pradesh, 457001.

Phone: +91 7412 299407, +91 7412 261012

E-mail: info@katariaigroup.co.in; **Web:** www.katariaindustries.co.in

CHIEF FINANCIAL OFFICER

Mr. Anoop Kataria

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Priyanka Jitendrakumar Bakhtyarpuri

REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Private Limited

Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093

Tel No.: +91 22 6263 8200; **Email:** investor@bigshareonline.com

STATUTORY AUDITOR

M/s. P.D. Nagar & Co. Chartered Accountants

Address: 403, City Plaza, 564, M.G Road Indore-452001(M.P)

Email: nagarpd@rediffmai.com

SECRETARIAL AUDITOR

M/s. Alap & Co. LLP, Practicing Company Secretaries

415-416, 4th Floor, Pushpam Mall, Opp. Seema Hall, Anandnagar Road, Satellite, Ahmedabad - 380 015.

E-mail: csanandlavingia@gmail.com

INTERNAL AUDITOR

M/s. M K Kataria & Co., Chartered Accountants

58 Laxmi Nagar Ratlam, Madhya Pradesh – 457 001.

Email: camukesh7@gmail.com

COST AUDITOR

M/s. Ritu & Co., Cost Accountant

B-4, Balaji Nagar, Diwan Colony Itarsi, District Hoshangabad M.P.-461111; **E-mail:** cmaritudubey@gmail.com

BOARD OF DIRECTOR'S REPORT

Dear Shareholders,

The Board of Directors hereby submits the report of the business and operations of Kataria Industries Limited ("the Company"), along with the audited financial statements, for the financial year ended March 31, 2024.

BUSINESS OVERVIEW

The Company was incorporated in 2004 with an object to engage in the manufacturing and supply of all kinds of ingots, including those made of iron, steel, copper, bronze, aluminum and other ferrous and non-ferrous materials, as well as drawing of wires, pipes and tubes made from them, along with various plastic products. Initially, we also had two separate division, namely the Plastic Division and the Wind Mill Division. However, in order to focus on our core business competencies and explore strategic options to grow such business and to rationalize its management, business and finances, these divisions were transferred with effect from October 01 2013 to Kataria Plastics Private Limited and Shree Hanuman Mining Corporation Private Limited pursuant to an Order passed on 11 September 2014 by the Hon'ble Madhya Pradesh High Court and in accordance with the Scheme of Arrangement and Demerger annexed to it.

Our Promoter and Managing Director, Mr. Arun Kataria, holds a Bachelor of Commerce degree. He has been instrumental in overseeing manufacturing operations, procurement and strategically shaping the direction of the Company. Our Whole Time Director and CFO, Mr. Anoop Kataria, holds a Bachelor of Commerce (Finance) degree and currently, he is involved in sales & marketing, development of new businesses and responsible for managing finances of the Company.

We are constantly improving and expanding our processes and technologies. Our top management always emphasises core strength and policies that focus on technology and excellent service delivery. With a passion for setting high standards of service, the management always takes measures to scale up as needed to deliver the best. We work diligently and have a wide range of equipment to meet every need and ensure client satisfaction.

The Company is engaged in the manufacturing and supply of Low Relaxation Pre-Stressed Concrete (LRPC) Strands and Steel Wires, Post-tensioning (PT) Anchorage System (Anchor Cone, Anchor Head and Wedges), HDPE Single Wall Corrugated (SWC) Sheathing Ducts, Couplers and Aluminium Conductors. Our wide variety of products are utilized in various sectors including Infrastructure, Roads – Bridges & Flyovers, Metros, Railways, High Rise Buildings, Atomic Reactors, LNG Tanks, Power Transmission & Distribution Lines etc. Our products are certified by ISO 9001:2015 for quality management systems.

FINANCIAL YEAR 2023-24 AT GLANCE

Financial Highlights	INR In Lakh	
	Standalone	
Particulars	F.Y. 2023-24	F.Y. 2022-23
Revenue from Operations	33,912.72	33,182.94
Other Income	236.94	210.15
Total Income	34,149.66	33,393.09
Less: Total Expenses before Depreciation, Finance Cost and Tax	31,244.15	31,183.20
Profit before Depreciation, Finance Cost and Tax	2,905.51	2,209.89
Less: Depreciation	885.15	979.77
Less: Finance Cost	566.13	400.60
Profit Before Tax	1,454.23	829.52
Less: Current Tax	327.09	139.60
Less: Short provision for earlier year	(0.70)	6.17
Less: Deferred tax Liability (Asset)	85.38	23.42
Profit after Tax	1,042.46	660.34

FINANCIAL PERFORMANCE

During the year under review, the Company has earned total income of INR 34,149.66 Lakhs as against the total income of INR 33,393.09 Lakhs of previous year which states 2.27% increase in the total income as compared to previous year.

The profit before tax in the financial year 2023-24 stood at INR 1,454.23 Lakhs as compared to profit of INR 829.52 Lakhs for last year which state 75.31% increase in Profit before tax and net profit after tax stood at INR 1,042.46 Lakhs as compared to profit of INR 660.34 Lakhs for the previous year which state 57.88% increase in profit of the Company.

During the year under review, Job Work Receipts and Sales of Traded Goods of the Company was increased than that of previous year, due to which the revenue of the Company was increased.

FINANCIAL STATEMENTS

The audited financial statements of the Company drawn up both on standalone basis, for the financial year ended March 31, 2024, in accordance with the requirements of the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles.

DIVIDEND

With a view to conserve and save the resources for future prospect of the Company, your directors regret to declare dividend for the financial year 2023-24 (Previous Year Nil).

TRANSFER TO GENERAL RESERVE

Your Directors do not propose to transfer any amount to the General Reserves. Full amount of net profit is carried to reserve & Surplus account of the Company.

CHANGE IN NATURE OF BUSINESS

The Company has been engaged in the business of manufacturing of LRPC Strands, spring steel wire, earth wires, galvanized wires and various other steel wires, cables & conductors with the latest technology under the strict quality control parameters. With a view to add certain activities in its present scope of operations and it was proposed to venture into new activities of which have good potential with respect to the future prospects of the company, your company has, in Extra-Ordinary General Meeting held on March 04, 2024, obtained an approval of members of the company by way of special resolution to add wide range of activities to enable your company to consider embarking upon new business activities to be convenient, advantageous and feasible for the company's business to enable the company to expand and its activities and venture into new areas of business.

CHANGE IN NATURE OF CONSTITUTION

With a view to issuance of shares in initial public offering (IPO) and to get the benefit of listing, the board of directors, at its meeting held on November 14, 2023, agreed to convert the company into public company which was further approved by members of the company in their Extra-ordinary General Meeting held on December 12, 2023. Pursuant to conversion, a fresh certificate of incorporation was issued by the Registrar of Companies, Gwalior dated December 20, 2023.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUNDS (IEPF)

The provision of Section 125 of Companies Act, 2013 is not applicable to the company as the company has not declared any dividend to its shareholders.

SHARE CAPITAL

During the year under review, following changes were carried out in the authorized and paid-up share capital of the Company:

Authorized Capital

The Authorized Share capital of the company stood at INR 22,00,00,000/- (Rupees Twenty-Two Crore Only) divided into 22000000 (Two Crore Twenty Lacs) equity shares of INR 10/- (Rupees Ten Only).

During the year under review, the Authorized Share Capital of the Company has been increased from INR 5,50,00,000/- (Rupees Five Crore Fifty Lacs Only) divided into 5500000 equity shares of INR 10/- (Rupees Ten Only) to INR 22,00,00,000/- (Rupees Twenty-Two Crore Only) divided into 22000000 (Two Crore Twenty Lacs) equity shares of INR 10/- (Rupees Ten Only) vide special resolution passed in the Extra-Ordinary General Meeting held on November 02, 2023.

Issued, Subscribed & Paid-up Capital

During the year under review,

- With a view to capitalize the free reserves and to rationalize the capital structure, the members of the company, vide Special resolutions passed in the Extra-Ordinary General Meeting held on November 14, 2023, approved issuance of 1,32,05,695 (one Crore Thirty Two Lacs Five Thousand Six Hundred Ninety Five) bonus equity shares in the ratio of 5:1 (i.e. Five bonus fully paid-up new equity share of INR 10/- for every One fully paid-up equity shares of INR 10/- each held) to existing shareholders;
- Pursuant to the initial public offering of 56,84,400 equity shares of INR 10/- each at the issue price of INR 96/- (Rupees Ninety-Six Only) per equity share (i.e. at the premium of INR 86/- (Rupees Eighty-Six Only) per equity share), aggregating to INR 54,57,02,400/- (Rupees Fifty-Four Crore Fifty-Seven Lacs Two Thousand Four Hundred Only) the Company has allotted 56,84,400 equity shares to the successful applications on Monday, July 22, 2024.

The objects of the issue were funding capital expenditure requirements for the purchase of equipment/machineries to expand its product range in PTS Division by manufacturing of Rebar Coupler and Bridge Bearing, Rebar Coupler and Bridge Bearing are utilized as a post-tensioning anchorage while laying off LRPC strands in concrete structure, Repayment of Debt and general corporate purposes.

At present, the Issued, subscribed and paid-up Capital of the Company is INR 21,53,12,340/- (Rupees Twenty-One Crore Fifty-Three Lacs Twelve Thousand Three Hundred Forty Only) divided into 2,15,31,234 Equity Shares of 10 each.

The entire Paid-up Equity shares of the Company are listed at Emerge Platform of National Stock Exchange of India Limited.

Details under section 67(3) of the Companies Act, 2013 (hereinafter referred to as 'the act') in respect of any scheme of provisions of money for purchase of own shares by employees or by trustees for the benefit of employees:

There were no such instances during the year under review.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Constitution of Board

The Company has the optimum combination of executive and non-executive Directors in compliance with the provisions of Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, the Articles of Association of the company as also the applicable provisions, if any, of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended.

As on date of this report, the Board of the Company comprises of five Directors out of which one is Managing Director, one is Whole-time director, two are of Non-Promoter Non-Executive Independent Directors and one is Non-Executive Directors. As on the date of this report, the Board comprises following Directors.

Name of Director	Category Cum Designation	Date of Appointment at current term	Total Directorship	No. of Committee [^]		No. of Shares held as on March 31, 2024
				in which Director is Member	in which Director is Chairman	
Mr. Arun Kataria	Managing Director	December 26, 2023	1	0	0	28,00,000 Equity Shares
Mr. Anoop Kataria	Whole-Time Director	December 26, 2023	3	1	0	18,09,774 Equity Shares
Mr. Sunil Kataria	Non-Executive Director	December 22, 2023	5	1	0	17,50,000 Equity Shares
Mr. Mukesh Kumar Jain	Independent Director	December 22, 2023	4	4	0	Nil
Mrs. Apurva Lunawat	Independent Director	December 22, 2023	2	2	2	Nil

[^]Committee includes Audit Committee and Stakeholders Relationship Committee across all Public Companies.



None of the Directors of Board is a member of more than ten Committees or Chairman of more than five committees across all the Public companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

None of the Director of the Company is serving as a Whole-Time Director in any Listed Company and is holding position of Independent Director in more than 3 Listed Companies. None of the Director of the Company is holding position as Independent Director in more than 7 Listed Companies. Further, none of the Directors of the Company is disqualified for being appointed as a Director pursuant to Section 164 (2) of the Companies Act, 2013.

Disclosure by Directors

The Directors on the Board have submitted notice of interest under Section 184(1) i.e. in Form MBP 1, intimation under Section 164(2) i.e. in Form DIR 8 and declaration as to compliance with the Code of Conduct of the Company. None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

Name of Director	Mr. Arun Kataria	Mr. Anoop Kataria@	Mr. Sunil Kataria#	Mr. Mukesh Kumar Jain\$	Mr. Apurva Lunawat&	Mr. Madal Lal Kataria*
Number of Board Meeting held	19	19	19	19	19	19
Number of Board Meetings Eligible to attend	19	12	9	9	9	14
Number of Board Meeting attended	19	12	9	9	9	14
Presence at the previous AGM	Yes	NA	NA	NA	NA	Yes

\$ w.e.f. December 22, 2023 # w.e.f. December 22, 2023 @ w.e.f. November 14, 2023 & w.e.f. December 22, 2023 * Upto February 16, 2024

Changes in Directors

During the year under review, Mr. Anoop Kataria (DIN: 06527758), has been appointed as Additional Director w.e.f. November 14, 2023. Subject to approval of members of the company, Mrs. Apurva Lunawat (DIN: 09575780) and Mr. Mukesh Kumar Jain (DIN: 00653837) have been appointed as an additional Independent Director of the company for a period of five years w.e.f. December 22, 2023. Further, appointments of Mrs. Apurva Lunawat (DIN: 09575780) and Mr. Mukesh Kumar Jain (DIN: 00653837) have been regularized in the Extra-Ordinary General Meeting of the company held on December 22, 2023 for period of five years w.e.f. December 22, 2023, not liable to retire by rotation.

Mr. Sunil Kataria (DIN: 00092681) has been appointed as an additional Non-Executive Director of the company w.e.f. December 22, 2023. Accordingly, Shareholders of the Company in its Extra-Ordinary General Meeting of the company held on December 22, 2023, regularized him as Non-Executive Independent Director of the Company, liable to retire by rotation.

Further, on the recommendation of Nomination and Remuneration Committee and Subject to approval of members of the company, the designation of Mr. Anoop Kataria (DIN: 06527758) has been changed to Whole-Time Director of the company for a period of three years w.e.f. December 26, 2023 to December 25, 2026. On the recommendation of Nomination and Remuneration Committee and Subject to approval of members of the company, the Designation of Mr. Madal Lal Kataria (DIN: 00088902) has been changed from Executive Director to Chairman and Whole-Time Director of the Company for a period of three years w.e.f. December 26, 2023 to December 25, 2026. Further, on the recommendation of Nomination and Remuneration Committee and Subject to approval of members of the company, the designation of Mr. Arun Kataria (DIN: 00088999) has been changed from Executive Director to Managing Director of the company for a period of three years w.e.f. December 26, 2023 to December 25, 2026. Accordingly, shareholders of the company have, in its Extra-Ordinary General Meeting held on December 26, 2023, approved their appointment for a period of three years w.e.f. December 26, 2023 to December 25, 2026 whose offices are liable to retire by rotation.

Board Meeting

Regular meetings of the Board are held at least once in a quarter, inter-alia, to review the quarterly results of the Company. Additional Board meetings are convened to discuss and decide on various business policies, strategies and other businesses.

During the year under review, Board of Directors of the Company met 19 (Nineteen) times viz; June 28, 2023; August 02, 2023; September 21, 2023; October 04, 2023; October 05, 2023; October 25, 2023; November 14, 2023; December 06, 2023; December 20, 2023; December 22, 2023; December 26, 2023; January 27, 2024; February 01, 2024; February 05, 2024; February 17, 2024; February 20, 2024; February 28, 2024; March 05, 2024 and March 11, 2024.

The details of attendance of each Director at the Board Meeting and Annual General Meeting are given below.

Mr. Madal Lal Kataria (DIN: 00088902) has resigned from the post of chairman and whole-time director of the company w.e.f. February 17, 2024.

In accordance with the provisions of the Articles of Association and Section 152 of the Companies Act, 2013, Mr. Arun Kataria (DIN: 00088999), Managing Director of the Company retires by rotation at the ensuing Annual General Meeting. He, being eligible, has offered herself for re-appointment as such and seeks re-appointment. The Board of Directors recommends his appointment on the Board.

The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard II on General Meeting, of the person seeking re-appointment / appointment as Director is annexed to the Notice convening the twentieth annual general meeting.

Independent Directors

It is reported that during the year under review, Mrs. Apurva Lunawat (DIN: 09575780) and Mr. Mukesh Kumar Jain (DIN: 00653837) have been appointed as an additional Independent Director of the company for a period of five years w.e.f. December 22, 2023. Further, an appointments of Mrs. Apurva Lunawat (DIN: 09575780) and Mr. Mukesh Kumar Jain (DIN: 00653837) have been regularised in the Extra-Ordinary General Meeting of the company held on December 22, 2023 for period of five years w.e.f. December 22, 2023, not liable to retire by rotation.

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company had two Non-Promoter Non-Executive Independent Directors in line with the Companies Act, 2013. In the opinion of the Board of Directors, both Independent Directors of the Company meet all the criteria mandated by Section 149 of the Companies Act, 2013 and rules made there under and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are Independent of Management.

A separate meeting of Independent Directors was held on March 05, 2024 to review the performance of Non-Independent Directors, Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board.

The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at https://www.katariaindustries.co.in/wp-content/uploads/2024/03/1.Policy_on_Terms_of_Appointment_of_Independent_Directors.pdf.

The Company has received a declaration from the Independent Directors of the Company under Section 149(7) of Companies Act, 2013 and 16(1)(b) of Listing Regulations confirming that they meet criteria of Independence as per relevant provisions of Companies Act, 2013 for financial year 2023-24 and that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. The Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, they fulfill the conditions for Independent Directors and are independent of the Management. All the Independent Directors have confirmed that they are in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Familiarization Programme for Independent Directors

The Board members are provided with necessary documents/ brochures, reports, and internal policies to enable them to familiarize with the Company's procedures and practices, the website link is https://www.katariaindustries.co.in/wp-content/uploads/2024/03/5.Familiarization_Program_for_Independent_Directors.pdf.

Key Managerial Personnel

In accordance with Section 203 of the Companies Act, 2013, during the Financial Year 2023-24, the Company has Mr. Arun Kataria (DIN: 00088999) who is acting as Managing Director of the Company, Mr. Anoop Kataria (DIN: 06527758) who is acting as Chief Financial Officer and Whole-Time Director of the company and Ms. Priyanka Jitendrakumar Bakhtyarpuri who is acting as Company Secretary and Compliance Officer of the company.

Further, on the recommendation of Nomination and Remuneration Committee and Subject to approval of members of the company, the designation of Mr. Anoop Kataria (DIN: 06527758) has been changed to Whole-Time Director of the company for a period of three years w.e.f. December 26, 2023 to December 25, 2026. on the recommendation of Nomination and Remuneration Committee and Subject to approval of members of the company, the Designation of Mr. Madal Lal Kataria (DIN: 00088902) has been changed from executive director to chairman and whole-time director of the company for a period of three years w.e.f. December 26, 2023 to December 25, 2026. Further, on the recommendation of Nomination and Remuneration Committee and Subject to approval of members of the company, the designation of Mr. Arun Kataria (DIN: 00088999) has been changed from executive director to Managing Director of the company for a period of three years w.e.f. December 26, 2023 to December 25, 2026. Accordingly, shareholders of the company have, in its Extra-Ordinary General Meeting held on December 26, 2023, approved their appointment for a period of three years w.e.f. December 26, 2023 to December 25, 2026 whose offices are liable to retire by rotation.

Mr. Madal Lal Kataria (DIN: 00088902) has resigned from the post of chairman and whole-time director of the company w.e.f. February 17, 2024.

At present, the Company has Mr. Arun Kataria (DIN: 00088999) who is acting as Managing Director of the Company, Mr. Anoop Kataria (DIN: 06527758) who is acting as Chief Financial Officer and Whole-Time Director of the company and Ms. Priyanka Jitendrakumar Bakhtyarpuri who is acting as Company Secretary and Compliance Officer of the company. They will be considered as Key Managerial Personnel of the Company in terms of Section 203 of the Companies Act, 2013.

Performance Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act;

- The performance of the board was evaluated by the board, after seeking inputs from all the directors, on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.
- The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.
- The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the performance of chairman was also evaluated on the key aspects of his role.

Separate meeting of independent directors was held to evaluate the performance of non-independent directors, performance of the board as a whole and performance of the chairman, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

Directors' Responsibility Statement

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In preparation of annual accounts for the year ended March 31, 2024, the applicable accounting standards have been followed and that no material departures have been made from the same;
- 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 or loss of the Company for that year;
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors had prepared the annual accounts for the year ended March 31, 2024 on going concern basis.
- e) The Directors had laid down the 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.

Your Company has constituted several Committees in compliance with the requirements of the relevant provisions of applicable laws and statutes, details of which are given hereunder.

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee
4. Corporate Social Responsibility Committee

The composition of each of the above Committees, their respective role and responsibility are detailed in the Report on Corporate Governance annexed to this Report.

Audit Committee

The constitution of the Audit Committee is in accordance with the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014.

The Members of the Audit Committee are possessing financial / accounting expertise / exposure.

The Audit Committee's meeting is generally held once in quarter for the purpose of recommending the quarterly/half yearly/yearly financial results and the gap between two meetings did not exceed one hundred and twenty days. The Audit Committee met Three (3) times during the financial year 2023-24 viz; December 26, 2023; February 20, 2024 and February 28, 2024.

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2023-24		
			Held	Eligible to attend	Attended
Mrs. Apurva Lunawat	Independent Director	Chairperson	3	3	3
Mr. Mukesh Kumar Jain	Independent Director	Member	3	3	3
Mr. Anoop Kataria	Managing Director	Member	2	2	2

The Company Secretary of the Company is acting as Secretary to the Audit Committee.

Recommendations of Audit Committee, wherever/whenever given, have been accepted by the Board of Directors. Further, the terms of reference, roles and powers of the Audit Committee is as per Section 177 of the Companies Act, 2013 (as amended).

The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Regulation 18 of the Listing Regulations and Section 177 of the Act as applicable along with other terms as referred by the Board. The role of the audit committee includes the following:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section 3 of section 134 of the Companies Act, 2013;
 - b. Changes, if any, in accounting policies and practices and reasons for the same;
 - c. Major accounting entries involving estimates based on the exercise of judgment by management;
 - d. Significant adjustments made in the financial statements arising out of audit findings;
 - e. Compliance with listing and other legal requirements relating to financial statements;
 - f. Disclosure of any related party transactions;
 - g. Modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval and examine the financial statement and the auditors' report thereon;

6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ Information Memorandum/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of our Company with related parties subject to manner prescribed under the Companies Act, 2013;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;
18. to review the functioning of the whistle blower mechanism;
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

20. Carrying out any other function as is mentioned in the terms of reference of the audit committee;
21. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision and monitoring the end use of funds raised through public offers and related matters;
22. To oversee and review the functioning of the vigil mechanism which shall provide for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases;
23. Call for comments of the auditors about internal control systems, scope of audit including the observations of the auditor and review of the financial statements before submission to the Board;
24. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., of the Company and its shareholders
25. To investigate any other matters referred to by the Board of Directors.

Review of Information by the Audit Committee:

The audit committee shall mandatorily review the following information:

1. Management Discussion and Analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;
5. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee;
6. Statement of deviations:
 - a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).
7. review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. examination of the financial statement and the auditors' report thereon;
9. approval or any subsequent modification of transactions of the company with related parties;
10. scrutiny of inter-corporate loans and investments;
11. valuation of undertakings or assets of the company, wherever it is necessary;
12. evaluation of internal financial controls and risk management systems;

13. Monitoring the end use of funds raised through public offers and related matters;
14. Any other matters as prescribed by law from time to time.

Powers of Audit Committee:

The Committee –

1. May call for comments of auditors about internal control system, scope of audit, including observations of auditors and review of financial statement before their submission to board;
2. May discuss any related issues with internal and statutory auditors and management of the Company;
3. To investigate into any matter in relation to above items or referred to it by Board;
4. To obtain legal or professional advice from external sources and have full access to information contained in the records of the Company;
5. To seek information from any employee;
6. To secure attendance of outsiders with relevant expertise, if it considers necessary;
7. To have full access to information contained in the records of the company;

Any other power as may be delegated to the Committee by way of operation of law.

Vigil Mechanism

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of company's Code of Conduct. Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safe guards against victimization of the Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company at https://www.katariaindustries.co.in/wp-content/uploads/2024/03/11.Vigil_Mechanism_Whistle_Blower_Policy_for_Directors_and_Employees.pdf.

Nomination and Remuneration Committee

The Company has formed Nomination and Remuneration committee in line with the provisions Section 178 of the Companies Act, 2013. Nomination and Remuneration Committee meetings are generally held for identifying the person who is qualified to become Directors and may be appointed in senior management and recommending their appointments and removal.

During the year under review, the Nomination and Remuneration Committee met four (4) times viz; December 26, 2023; February 01, 2024; February 17, 2024 and March 05, 2024.

The composition of the Committee and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2023-24		
			Held	Eligible to attend	Attended
Mr. Mukesh Kumar Jain	Independent Director	Chairperson	4	4	4
Mrs. Apurva Lunawat	Independent Director	Member	4	4	4
Mr. Sunil Kataria	Non-Executive Director	Member	4	4	4



The terms reference of Nomination and Remuneration Committee are briefed hereunder;

Terms of reference

1. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a. use the services of an external agencies, if required;
 - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - c. consider the time commitments of the candidates.
3. formulation of criteria for evaluation of performance of independent directors and the board of directors;
4. devising a policy on diversity of board of directors;
5. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
6. To extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
7. Determine whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
8. Recommend to the board, all remuneration, in whatever form, payable to senior management.
9. Recommending remuneration of executive directors and any increase therein from time to time within the limit approved by the members of our Company.
10. Recommending remuneration to non-executive directors in the form of sitting fees for attending meetings of the Board and its committees, remuneration for other services, commission on profits;
11. performing such functions as are required to be performed by the compensation committee under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended;
12. engaging the services of any consultant/professional or other agency for the purpose of recommending compensation structure/policy;
13. Analyzing, monitoring and reviewing various human resource and compensation matters;
14. reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;
15. framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:
 - a. The SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended; or
 - b. The SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003, as amended;

16. Performing such other functions as may be delegated by the Board and/or prescribed under the SEBI Listing Regulations, Companies Act, each as amended or other applicable law.

Nomination and Remuneration Policy

The Company has, in order to attract motivated and retained manpower in competitive market and to harmonize the aspirations of human resources consistent with the goals of the Company and in terms of the provisions of the Companies Act, 2013 devised a policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management. Key points of the Policy are:

A. Policy on Appointment of Directors, Key Managerial Personnel and Senior Management Personnel

- The policy is formulated to identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP and Senior Management personnel and recommend to the Board for his / her appointment.
- A person should possess adequate qualification, expertise and experience for the position he/ she is considered for appointment.
- In case of appointment of Independent Director, the Committee shall satisfy itself with regard to the independent nature of the Director vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

B. Policy on remuneration of Director, key managerial personnel and senior management personnel

The Company remuneration policy is driven by the success and performance of the Director, KMP and Senior Management Personnel vis-à-vis the Company. The Company philosophy is to align them and provide adequate compensation with the Objective of the Company so that the compensation is used as a strategic tool that helps us to attract, retain and motivate highly talented individuals who are committed to the core value of the Company. The Nomination and Remuneration Policy, as adopted by the Board of Directors, is placed on the website of the Company at https://www.katariaindustries.co.in/wp-content/uploads/2024/03/6.Nomination_and_Remuneration_Policy.pdf.

Performance Evaluation

Criteria on which the performance of the Independent Directors shall be evaluated are placed on the website of the Company and may be accessed at link https://www.katariaindustries.co.in/wp-content/uploads/2024/03/7.Policy_on_Evaluation_of_Board_and_Independent_Directors.pdf.

Remuneration of Directors

The Company has not entered into any pecuniary relationship or transactions with Non-Executive Directors of the Company except payment of Sitting Fees for attending the Meetings.

Further, criteria for making payment, if any, to non-executive directors are provided under the Nomination and Remuneration Policy of the Company which is hosted on the website of the Company viz; https://www.katariaindustries.co.in/wp-content/uploads/2024/03/6.Nomination_and_Remuneration_Policy.pdf.

During the year under review, the Company has paid remuneration /sitting fees to Directors of the Company, details of which are as under:

(INR in Lakh)

Name of Directors	Designation	Salary	Sitting Fees	Commission	Stock Option	Total
Mr. Arun Kataria	Managing Director	18.00	-	-	-	18.00
Mr. Madal Lal Kataria*	Chairman & Whole-time Director	18.00	-	-	-	18.00

* Mr. Madal Lal Kataria has resigned from the post of Chairman and Whole-Time Director of the company w.e.f. February 17, 2024.

Stakeholders' Grievances and Relationship Committee

The Company has constituted Stakeholder's Grievance & Relationship Committee pursuant to the provisions of Section 178 of the Companies Act, 2013 mainly to focus on the redressal of Shareholders' / Investors' Grievances, if any, like Transfer / Transmission / Demat of Shares;

Demat / Remat of Securities; Loss of Share Certificates; Non-receipt of Annual Report; Dividend Warrants; etc.

During the year under review, Stakeholders Relationship Committee met One (1) times viz March 05, 2024.

The composition of the Committee and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2023-24		
			Held	Eligible to attend	Attended
Mrs. Apurva Lunawat	Independent Director	Chairperson	1	1	1
Mr. Mukesh Kumar Jain	Independent Director	Member	1	1	1
Mr. Sunil Kataria	Non-Executive Director	Member	1	1	1

The Company Secretary and Compliance officer of the Company provides secretarial support to the Committee.

Role of Stakeholders Relationship Committee:

The role of the committee shall inter-alia include the following:

- Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the company.
- Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

Pursuant to Section 135 of Companies Act, 2013, the Company has constituted Corporate Social Responsibility Committee ("the CSR Committee") with object to recommend the Board a Policy on Corporate Social Responsibility and amount to be spent towards Corporate Social Responsibility. The terms of reference of the Committee inter alia comprises of the following:

- To review, formulate and recommend to the Board a CSR Policy which shall indicate the activities to be undertaken by the Company specified in Schedule VII of the Companies Act, 2013 and Rules made thereunder;
- To provide guidance on various CSR activities and recommend the amount of expenditure to be incurred on the activities;
- To monitor the CSR Policy from time to time and may seek outside agency advice, if necessary.

During the year under review, amount to be spent by a company under sub-section (5) of section 135 of the Companies Act 2013 was not exceeding fifty lakh rupees. Accordingly, the function of Corporate Social Responsibility Committee provided under that section was discharged by the Board of Directors of the company during the period from April 01, 2023 to December 22, 2023. However, on December 22, 2023, the Board has constituted the Corporate Social Responsibility Committee.

During the year under review, Corporate Social Responsibility Committee met Two (2) times viz December 26, 2023 and March 27, 2024. The meetings were held to review and approve the expenditure incurred by the Company towards CSR activities.

The Composition of the Corporate Social Responsibility Committee as on March 31, 2024 is as under:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2023-24		
			Held	Eligible to attend	Attended
Mr. Arun Kataria	Managing Director	Chairperson	2	2	2
Mr. Mukesh Kumar Jain	Independent Director	Member	2	2	2
Mr. Anoop Kataria	Whole-Time Director & CFO	Member	2	2	2

The CSR Policy may be accessed at the web link https://www.katariaindustries.co.in/wp-content/uploads/2024/03/19.Corporate_Social_Responsibility.pdf. The Annual Report on CSR activities in prescribed format is annexed as an **Annexure – A**.

Public Deposits

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and rules made there under. Hence, the directives issued by the Reserve Bank of India & the Provision of Section 73 to 76 of the Company Act, 2013 or any other relevant provisions of the Act and the Rules there under are not applicable.

Risk Management

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

Details of Subsidiaries/ Associates/ Joint Ventures

The Company does not have any Subsidiary, Joint venture or Associate Company.



Sexual Harassment of Women at Workplace

To foster a positive workplace environment, free from harassment of any nature, we have institutionalized the Anti-Sexual Harassment Initiative (ASHI) framework, through which we address complaints of sexual harassment at the all workplaces of the company. Our policy assures discretion and guarantees non-retaliation to complainants. We follow a gender-neutral approach in handling complaints of Sexual Harassment and we are complaint with the law of the land where we operate.

During the year under review, there were no incidences of sexual harassment reported.

Management Discussion and Analysis Report

Your attention is drawn to the perception and business outlook of your management for your company for current year and for the industry in which it operates including its position and perceived trends in near future. The Management Discussion and Analysis Report as stipulated under Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is attached and forms part of this Directors Report.

Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

Web Link of Annual Return

The Annual Return for the financial year 2023-24 is uploaded on the website of the Company and the same is available at <https://www.katariaindustries.co.in/investors/annual-reports/>.

Contracts and Arrangements with Related Parties

All the related party transactions are entered on arm's length basis, in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel, etc. which may have potential conflict with the interest of the Company at large or which warrants the approval of the shareholders. Accordingly, no transactions are being reported in Form AOC-2 in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014. However, the details of transactions with Related Parties are provided in the Company's financial statements in accordance with the Accounting Standards.

All Related Party Transactions are presented to the Audit Committee and the Board. Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature.

The policy on Related Party Transactions as approved by the Board is available on website of the company at https://www.katariaindustries.co.in/wp-content/uploads/2024/03/10.Policy_on_Related_Party_Transactions.pdf.

Material changes and commitment affecting financial position of the Company

There have been no material changes and commitments for the likely impact affecting financial position between end of the financial year and the date of the report, there are no material changes and commitments, affecting the financial position of the Company, have occurred between the end of financial year of the Company i.e. March 31, 2024 to the date of this Report.

Particular of Employees

The ratio of the remuneration of each executive director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Report as **Annexure - B**.

Internal Financial Control

The Company has adequate systems of internal control meant to ensure proper accounting controls, monitoring cost cutting measures, efficiency of operation and protecting assets from their unauthorized use. The Company also ensures that internal controls are operating effectively. The Company has also in place adequate internal financial controls with reference to financial statement. Such controls are tested from time to time to have an internal control system in place.

Your Company ensures adequacy, commensurate with its current size, scale and complexity of its operations to ensure proper recording of financial and operational information & compliance of various internal controls, statutory compliances and other regulatory compliances. It is supported by the internal audit process and will be enlarged to be adequate with the growth in the business activity. During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

Maintenance of Cost Records

The maintenance of cost records and its audit as specified by the Central Government under section 148(1) of the Companies Act, 2013, is required by the Company and accordingly such accounts and records are made and maintained by the Company and the Company has appointed M/s. Ritu & Co., Cost Accountant, (Firm Registration No. 001805) as Cost Auditor for the financial year 2023-24 who is auditing such accounts and records.

Significant and Material Orders

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

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with rule 8 of The Companies (Accounts) Rules, 2014, as amended from time to time is annexed to this Report as **Annexure - C**.

Statutory Auditors

Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with rules made thereunder, M/s. P.D. Nagar & Co., Chartered Accountant, Indore (MP), (FRN: 00123C), were appointed as Statutory Auditors of the Company to hold office till conclusion of the 20th Annual General Meeting (AGM) of the company to be held in the calendar year 2024 whose period of office would expire on the conclusion of ensuing 20th Annual General Meeting.

The Notes to the financial statements referred in the Auditors Report are self-explanatory and therefore do not call for any comments under Section 134 of the Companies Act, 2013. The Auditors' Report does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report.

In terms of provision of Section 139(2) of the Companies Act, 2013, no listed company or a company belonging to such class or classes of companies as may be prescribed, shall appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. Therefore, the board of directors hereby recommends an appointment of M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C) as statutory auditor of the company from the conclusion of ensuing AGM till the conclusion of 25th AGM to be held for the financial year 2028-29 at such remuneration and at such terms & conditions as may be agreed upon by them. Further, the company has received a consent and eligibility certificate under section 139 of Companies Act, 2013 from the said auditor to the effect that, if they are re-appointed, it would be in accordance with the provisions of section 139 of Companies Act, 2013. Therefore, the board of directors, based on the recommendation of an audit committee, recommends an appointment of M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C) as statutory auditor of the company for term of five consecutive years commencing from the conclusion of 20th Annual General Meeting till the conclusion of 25th Annual General Meeting.

Internal Auditors

The Board of Directors of the Company has appointed M/s. M K Kataria & Co., Chartered Accountants, (FRN: 014644C), as an Internal Auditors to conduct Internal Audit of the Company and the Internal Auditors have presented the observations to the Audit Committee at their meeting held quarterly basis.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Alap & Co. LLP (LLPIN: ACA-1561), Practicing Company Secretaries, Ahmedabad, to undertake the Secretarial Audit of the Company for the financial year 2023-24. The Secretarial Audit Report is annexed herewith as **Annexure - D**.

Reporting of Fraud

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

Details of the Designated Officer

Ms. Priyanka Jitendrakumar Bakhtyarpuri, Company Secretary & Compliance officer of the company is acting as Designated Officer under Rule (9) (5) of the Companies (Management and Administration) Rules, 2014.

Particulars of Loans, Guarantees and Investments

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement.

Insurance

The assets of your Company have been adequately insured.

Corporate Governance

Your Company strives to incorporate the appropriate standards for corporate governance. The Company has been listed on SME Emerge Platform of NSE and pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is not required to mandatorily the compliance with the corporate governance provisions as specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V are not applicable to the Company. Hence, the Corporate Governance Report does not form part of this Annual Report. Although few of the information are provided in this report of Directors under relevant heading.

Compliance with the provisions of SS 1 and SS 2

The applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by your Company.

Proceedings initiated/pending against your company under the Insolvency and Bankruptcy Code, 2016

There are no proceedings initiated/pending against your Company under the Insolvency and Bankruptcy Code, 2016 which materially impact the Business of the Company.

Registered office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh, India, 457001

Place: Ratlam

Date: September 05, 2024

Details of difference between valuation amount on one time settlement and valuation while availing loan from banks and financial institutions

During the year under review, there has been no one time settlement of loans taken from banks and financial institution.

Website

As per Regulation 46 of SEBI (LODR) Regulations, 2015, the Company has maintained a functional website namely "https://www.katariaindustries.co.in/" containing basic information about the Company. The website of the Company is also containing information like Policies, Shareholding Pattern, Financial Results and information of the designated officials of the Company who are responsible for assisting and handling investor grievances for the benefit of all stakeholders of the Company, etc.

General Disclosure

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 and other applicable provisions of the act and listing regulations, to the extent the transactions took place on those items during the year. Your Directors further state that no disclosure or reporting is required in respect of the following items as there were no transactions occur on these items during the year under review;

- (i) Details relating to deposits covered under Chapter V of the Act;
- (ii) Issue of Equity Shares with differential rights as to dividend, voting or otherwise;
- (iii) Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and ESOS;
- (iv) Annual Report and other compliances on Corporate Social Responsibility;
- (v) There is no revision in the Board Report or Financial Statement;
- (vi) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and company's operations in future;

Information on subsidiary, associate and joint venture companies.

APPRECIATIONS AND ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment, enabling the Company to achieve good performance during the year under review.

Your Directors also take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

By order of the Board of Directors
For, **Kataria Industries Limited**
CIN: U27300MP2004PLC029530

Arun Kataria
Managing Director
DIN 00088999

Anoop Kataria
CFO & Whole-Time Director
DIN 06527758

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2023-24

I. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY

Longevity and success for a company comes from living in harmony with the context, which is the community and society. The main objective of CSR Policy of the Company encompasses the ideas of corporate governance, sustainable wealth creation, corporate philanthropy and advocacy for the goals of the community. The projects undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013. Our CSR initiatives focus on CSR projects as provided under Schedule VII.

The CSR Committee hereby confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and policy of the company.

The Company has framed its CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website at https://www.katariaindustries.co.in/wp-content/uploads/2024/03/19.Corporate_Social_Responsibility.pdf

II. COMPOSITION OF CSR COMMITTEE

Name of Director	Designation	Designation in Committee
Mr. Arun Kataria	Managing Director	Chairperson
Mr. Mukesh Kumar Jain	Independent Director	Member
Mr. Anoop Kataria	Whole-Time Director & CFO	Member

During the financial year 2023-24, the Committee met two times and all the Members of the Committee remained present in both the meetings.

III. WEB LINK OF THE WEBSITE OF THE COMPANY FOR COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD:

Composition of CSR committee:
<https://www.katariaindustries.co.in/investors/>

CSR Policy and Projects: https://www.katariaindustries.co.in/wp-content/uploads/2024/03/19.Corporate_Social_Responsibility.pdf

IV. EXECUTIVE SUMMARY ALONG WITH WEB-LINK(S) OF IMPACT ASSESSMENT OF CSR PROJECTS CARRIED OUT IN PURSUANCE OF SUB-RULE (3) OF RULE 8, IF APPLICABLE:

Not Applicable for the financial year under review.

V.

Particulars	Amount (INR in Lakh)
(a) Average net profit of the company as per sub-section (5) of section 135	850.22
(b) Two percent of average net profit of the Company as per Section 135(5)	17.00
(c) Surplus arising out of the CSR projects or programs or activities of the previous financial years	0.00
(d) Amount required to be set-off for the financial year, if any	0.00
(e) Total CSR obligation for the financial year ((b)+(c)-(d))	17.00

VI.

Particulars	Amount (INR in Lakh)
(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	17.02
(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))	17.02

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account (Section 135(6))		Amount transferred to any fund specified under Schedule VII (second proviso to Section 135(5))		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
INR 17.02 Lakh	Not Applicable			Not Applicable	

(f) Details of excess amount for set-off are as follows:

Sl. No.	Particulars	Amount (INR in lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	17.00
(ii)	Total amount spent for the financial year	17.02
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.02
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.02

VII. Details of unspent CSR amount for the preceding three financial years:

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (INR in lakhs)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (INR in lakhs)	Amount Spent in the Financial Year (INR in lakhs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (INR in lakhs)	Deficiency, if any
					Amount (INR in lakhs)	Date of Transfer		
1.	FY-1							
2.	FY-2							
3.	FY-3							

VIII. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created/acquired: Not applicable

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

(1)	(2)	(3)	(4)	(5)	(6)		
Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
NOT APPLICABLE							

IX. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per Section 135(5):

Not applicable

Registered office:

34-38 and 44, Industrial Area, Ratlam, Madhya Pradesh, India, 457001

By order of the Board of Directors
For, **Kataria Industries Limited**
CIN: U27300MP2004PLC029530

Place: Ratlam

Date: September 05, 2024

Arun Kataria
Managing Director
Chairman of CSR Committee
DIN 00088999

Anoop Kataria
CFO & Whole-Time Director
DIN 06527758

PARTICULARS OF EMPLOYEES

(Pursuant to Section 197(12) read with Rules made thereunder)

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rules made there under

Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

a) The ratio of remuneration of each director to the median remuneration of employees for the financial year and the Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Sr. No.	Name	Designation	Nature of Payment	Ratio against median employee's remuneration	Percentage Increase
1.	Arun Kataria\$	Managing Director	Remuneration	8.45 : 1.00	-
2.	Anoop Kataria@	Whole-time Director	Remuneration	7.04 : 1.00	-
3.	Sunil Kataria*	Non-Executive Director	Sitting Fees	Not Applicable	-
4.	Mukesh Kumar Jain*	Independent Director	Sitting Fees	Not Applicable	-
5.	Apurva Lunawat*	Independent Director	Sitting Fees	Not Applicable	-
6.	Anoop Kataria\$	Chief Financial Officer	Salary	Not Applicable	-
7.	Priyanka Jitendrakumar Bakhtyarpuri~	Company Secretary	Salary	Not Applicable	-

\$ December 26, 2023

@ November 14, 2023

* December 22, 2023

~ February 01, 2024

b) The percentage increase in the median remuneration of employees in the financial year:

The median remuneration of the employees in current financial year was increased by 16.47% over the previous financial year.

c) The number of permanent employees on the rolls of the Company:

71 Employees

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

The Average salary was increased by 24.81% whereas the remuneration of the Executive Directors was not increased over the previous financial year. The increased salary of Employees was as per Human Resource Policy of the Company.

The Board of Directors of the Company affirmed that remuneration of all the Key Managerial Personnel of the Company are as per the Remuneration Policy of the Company.

Registered office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh, India, 457001

By order of the Board of Directors
For, **Kataria Industries Limited**
CIN: U27300MP2004PLC029530

Place: Ratlam

Date: September 05, 2024

Arun Kataria
Managing Director
DIN 00088999

Anoop Kataria
CFO & Whole-Time Director
DIN 06527758

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

[Pursuant to Section 134(3) (m) of the Companies Act, 2013 and rule 8(3) of the Companies (Accounts) Rules, 2014]

A. CONSERVATION OF ENERGY:

i. Steps taken or impact on conservation of energy:

Initiatives to integrate energy efficiency into overall operations are undertaken through design considerations and operational practices. The key initiatives towards conservation of energy are:

- Improved monitoring of energy consumption through smart metering and integration with building management systems;
- Continuously replacing the inefficient equipment with latest energy efficient technology and up gradation of equipment's continually;
- Increasing the awareness of energy saving within the organization to avoid wastage of energy.

ii. Steps taken by the Company to utilize alternate source of energy:

- Enhancing utilization of Renewable Energy Sources.
- Exploring the feasibility of utilization of wind power for plant locations wherever possible.

iii. Capital investment on energy conservation equipment:

- No major investments were made during the year on energy conservation equipment.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

B. TECHNOLOGY ABSORPTION:

i. The efforts made towards technology absorption:

- Development & Implementation of new technique & process for manufacture of products.
- Evaluation of the alternative materials to reduce the cost of raw material
- Solar technologies for common area, parking and street lighting.

ii. Benefits derived like product improvement, cost reduction, product development or import substitution:

- Cost optimization
- Improvement in quality of products.

iii. In case of imported technology (imported during the last three years reckoned from the beginning of financial year) – Not Applicable

iv. Expenditure incurred on Research & Development – Nil

(INR in Lakh)

Particulars	F.Y. 2023-24	F.Y. 2022-23
Export Sales (CIF Basis)	1508.37	872.90
Import Purchases	-	-

Registered office:

34-38 and 44, Industrial Area, Ratlam,
Madhya Pradesh, India, 457001

By order of the Board of Directors
For, **Kataria Industries Limited**
CIN: U27300MP2004PLC029530

Place: Ratlam

Date: September 05, 2024

Arun Kataria
Managing Director
DIN 00088999

Anoop Kataria
CFO & Whole-Time Director
DIN 06527758

SECRETARIAL AUDIT REPORT**Form No. MR-3**

For the financial year ended March 31, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and

Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

KATARIA INDUSTRIES LIMITED

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion read with **Annexure - I** forming part of this report, the Company has, during the audit period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:

- i. The Companies Act, 2013 ("the Act") and the rules made there under as applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made there under to the extent of Foreign Direct Investment;
- 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 (Depositories and Participants) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and circulars/ guidelines/Amendments issued there under;

- e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement entered with Emerge Platform of NSE; and

- vi. The Revised Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review, the Company has generally complied with the provisions of the Act, Rules made there under, Regulations, Guidelines etc. mentioned above, to the extent applicable.

Further company being engaged in the Low Relaxation Pre-Stressed Concrete (LRPC) Strands and Steel Wires, Post-tensioning (PT) Anchorage System (Anchor Cone, Anchor Head and Wedges), HDPE Single Wall Corrugated (SWC) Sheathing Ducts, Couplers and Aluminium Conductors. Our wide variety of products are utilized in various sectors including Infrastructure, Roads – Bridges & Flyovers, Metros, Railways, High Rise Buildings, Atomic Reactors, LNG Tanks, Power Transmission & Distribution Lines etc., there are specific and general applicable laws to the Company, which requires approvals or compliances under the respective laws, which are list out in the **Annexure – II**. We have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances of the said specific acts/rules.

During the Period under review, provisions of the following Acts, Rules, Regulations and Standards were not applicable to the Company;

- i. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and circulars/ guidelines/Amendments issued there under; - the Company is not registered as Registrar to an Issue & Share Transfer Agent. However, the Company has appointed Bigshare Services Private Limited as Registrar & Share Transfer Agent as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- ii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and circulars/ guidelines/Amendments issued there under;
- iii. The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 and circulars/ guidelines/Amendments issued there under;
- iv. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and circulars/ guidelines/Amendments issued there under;

- v. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and circulars/ guidelines/Amendments issued there under; and
- vi. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings.

I further report that -

The Board of Directors of the Company is duly constituted with Executive Directors, Independent Directors and Woman Director in accordance with the act. The Company did not have any Non-Executive Directors during the Audit period. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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

I further report that -

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that -

During the audit period,

- Vide Special Resolutions passed in Extra-Ordinary General Meeting held on November 02, 2023, the Members approved 1) amendment in the clause IV of the memorandum of association of the company, 2) amendment in the clause – III of the existing MOA 3) adoption of new set of AOA of the company and 4) increase in authorised share capital of the company from INR 5,50,00,000/- to INR 22,00,00,000/-;
- Vide Special Resolutions passed in Extra-Ordinary General Meeting held on November 14, 2023, the member approved an Issuance of up to 1,32,05,695 bonus equity shares in the ratio of 5:1 to the existing shareholders of the company;

- Vide Special Resolutions passed in Extra-Ordinary General Meeting held on December 11, 2023, the Members approved 1) Conversion of company into public company, 2) adoption of new set of AOA of the company;
- Vide Special Resolutions passed in Extra-Ordinary General Meeting held on December 22, 2023, the Members approved appointment of Mrs. Apurva Lunawat and Mr. Mukesh Kumar Jain as independent directors for five years w.e.f. December 22, 2023 to December 21, 2028;
- Vide ordinary Resolution passed in Extra-Ordinary General Meeting held on December 22, 2023, Members approved an appointment of Mr. Sunil Kataria as a Non- Executive Director w.e.f. December 22, 2023;
- Vide Special Resolutions passed in Extra-Ordinary General Meeting held on December 26, 2023, the Members approved 1) issue and allotment of securities to public in IPO, 2) appointment and re-designation of Mr. Anoop Kataria as Whole-time Director, 3) re-appointment of Mr. Madal Lal Kataria as Chairman and Whole-time Director, 3) appointment and re-designation of Mr. Arun Kataria as a Managing Director, 4) transactions relating to making loan(s) and to give guarantee(s), provide security(ies) of up to INR 200 Cr. in terms of section 185 of the companies act, 2013, 5) transactions relating to making loan(s) and to give guarantee(s), provide security(ies) or make investment(s) of up to INR 200 Cr. in terms of section 186 of the companies, 6) borrowing powers of the company U/s 180(1)(c) of the Companies Act, 2013 of up to INR 200 Cr, 7) creation of charges on the movable and immovable properties of the company, both present and future, in respect of borrowings of up to INR 200 Cr; and
- Vide Special Resolutions passed in Extra-Ordinary General Meeting held on March 04, 2024, the Members approved Alteration of Main Object Clause of the Company to enable the company to carry on the business of castings of iron, steel, copper, bronze, aluminium and other ferrous & Non-ferrous metals.

Date: September 05, 2024
Place: Ahmedabad

Note:

- 1. This Report is to be read with my letter of even date which is annexed as Annexure – I and Annexure - II which form integral part of this report.

For, ALAP & Co. LLP
Company Secretaries
Firm Registration Number: L2023GJ013900
Peer Review Number: 5948/2024

Ankita Patel
Designated Partner
DIN : 10066893
M. No.: F8536, COP: 16497
UDIN: F008536F001153955

To,
The Members,
KATARIA INDUSTRIES LIMITED

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis, on the records and documents provided by the Management of the Company, 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. In respect of laws, rules and regulations other than those specifically mentioned in my report above, including the laws, rules and regulations mentioned in Annexure II, I have limited my review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including 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 and its proper and adequate presentation and submission in prescribed formats is the responsibility of management. My examination was limited to the verification of procedures on test basis and not its one to one content.
6. The Secretarial Audit report is neither an assurance as to compliance in totality or the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: September 05, 2024
Place: Ahmedabad

For, ALAP & Co. LLP
Company Secretaries
Firm Registration Number: L2023GJ013900
Peer Review Number: 5948/2024

Ankita Patel
Designated Partner
DIN : 10066893
M. No.: F8536, COP: 16497
UDIN: F008536F001153955

List of major Specific and General Acts applicable to the Company including rules and regulations made thereunder;

1. The Factories Act, 1948
2. The Industrial (Development and Regulation) Act, 1951
3. The Indian Foreign Trade Policy, 2004
4. The Legal Metrology Act, 2009
5. The Legal Metrology (Packaged Commodities) Rules, 2011
6. The Public Liability Insurance Act, 1991
7. The Standards of Weights and Measures Act, 1976 And Standards of Weights and Measures
8. The Packaged Commodities Rules, 1977
9. The Digital Personal Data Protection Act, 2023
10. The Madhya Pradesh Factories Rules, 1962
11. The Madhya Pradesh Professional Tax Act, 1995
12. The Contract Labour (Regulation and Abolition) (Madhya Pradesh) Rules, 1973
13. The Payment of Bonus Act, 1965
14. The Payment of Gratuity Act, 1972
15. The Workmen's Compensation Act, 1923
16. The Maternity Benefit Act, 1961
17. The Minimum Wages Act, 1948
18. The Contract Labour (Regulation and Abolition) Act, 1970
19. The Employees' State Insurance Act, 1948
20. The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
21. The Payment of Wages Act, 1936
22. The Industrial Disputes Act, 1947
23. The Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) Act, 2013
24. The Apprentices Act, 1961
25. The Equal Remuneration Act, 1976
26. The Employees Deposit Linked Insurance Scheme, 1976
27. The Employees' Pension Scheme, 1995
28. The Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979
29. The Industrial Employment Standing Orders Act, 1946
30. The Child Labour (Prohibition and Regulation) Act, 1986
31. The Trade Union Act, 1926 And Trade Union (Amendment) Act, 2001
32. The Income Tax Act, 1961
33. The Union Territory Goods and Services Tax Act, 2017
34. The Water (Prevention and Control of Pollution) Act, 1974 ("Water Act")
35. The Air (Prevention and Control of Pollution) Act, 1981 ("Air Act")
36. The National Environmental Policy, 2006
37. The Plastic Waste Management (PWM) Rules, 2016
38. The Foreign Trade (Development and Regulation) Act, 1992
39. The Foreign Exchange Management Act, 1999
40. The Competition Act, 2002
41. The Indian Contract Act, 1872
42. The Specific Relief Act, 1963
43. The Sale of Goods Act, 1930
44. The Consumer Protection Act, 2019

Date: September 05, 2024
Place: Ahmedabad

For, ALAP & Co. LLP
Company Secretaries
Firm Registration Number: L2023GJ013900
Peer Review Number: 5948/2024

Ankita Patel
Designated Partner
DIN : 10066893
M. No.: F8536, COP: 16497
UDIN: F008536F001153955

MANAGEMENT DISCUSSION AND ANALYSIS

Overview

The purpose of this report is to present Management's insights into the external environment and the industry, alongside discussions on strategy, operational and financial performance, key developments in human resources and industrial relations, as well as an assessment of risks, opportunities, and the adequacy of internal control systems during the Financial Year 2023-24. It should be reviewed in conjunction with the Company's financial statements, including schedules, notes, and other sections of the Integrated Report and Annual Accounts for 2023-24. The Company's financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS'), adhering to the requirements specified under the Companies Act, 2013, as amended, and regulations prescribed by the Securities and Exchange Board of India ('SEBI').

Global Economy

The global economy has navigated through significant challenges, beginning with supply chain disruptions in red sea route, Israel – Palestinians, Iran conflicts, exacerbated by the Russian-initiated conflict in Ukraine etc. This scenario contributed to a notable inflation surge, prompting synchronized monetary policy tightening across major economies. Contrary to pessimistic forecasts, the global economy managed to evade a recession. The banking sector demonstrated resilience, and major emerging markets sustained stability without abrupt disruptions. Moreover, despite the severity of inflation and its impact on living costs, there are indications that inflationary pressures are beginning to stabilize. In this context, India stands out within the global industry, benefiting from its youthful, expanding population that provides both a robust labor force and consumer base crucial for driving economic expansion. The country also boasts extensive untapped opportunities across social, industrial, infrastructure sectors. This favorable backdrop, supported by ongoing policy initiatives and structural reforms, sets a promising stage for sustained economic growth.

Outlook

According to the IMF's projections, global economic growth is anticipated to remain steady at the 2023 level of 3.2% throughout 2024 and 2025. Concurrently, global headline inflation is expected to decline from 6.8% in 2023 to 5.9% in 2024 and further to 4.5% in 2025. The IMF foresees advanced economies achieving their inflation targets ahead of their emerging and developing counterparts. In 2024, several countries are scheduled for elections, potentially providing a short-term fiscal stimulus to their economies. As the disinflation process progresses, central banks may consider reducing rates in the latter half of the year to support economic stability.

The IMF anticipates that advanced economies will adopt a more restrictive fiscal policy stance starting in 2024 and continuing into the future. This adjustment is reflected in projections for the structural fiscal balance as a percentage of GDP, which is expected to notably increase in both the US and the Euro area. Meanwhile, emerging markets and developing economies are likely to maintain a generally neutral policy stance in 2024, with a slight inclination towards tightening in 2025.

In advanced economies, there is a projected slight uptick in growth, primarily bolstered by a rebound in the Euro area after a period of sluggish performance in 2023. Meanwhile, emerging market and developing economies are set for stable growth, though regional variations exist. Expectations for monetary policy diverge across major economies, with anticipated adjustments in different directions. The US Federal Reserve is expected to reduce its policy rate, aligning with similar actions likely from the Bank of England and the European Central Bank. Conversely, Japan is anticipated to incrementally raise policy rates, reflecting increased confidence in achieving sustainable inflation targets.

Indian Economy

India's economic growth has demonstrated resilience despite global challenges over the past three fiscal years. This resilience can be attributed to proactive policy and regulatory support, as well as prudent economic management. Furthermore, the gradual revitalization of the private sector has contributed significantly to this stability.

The country continues to maintain its appeal as a compelling investment destination, underscored by its vast scale of operations, abundant skilled workforce, and advancements in technology and innovation. These factors collectively enhance India's attractiveness for global companies seeking growth opportunities.

India maintained its position as the world's fastest-growing major economy in FY 2023-24, with the Ministry of Statistics and Programme Implementation (MoSPI) reporting a real GDP growth of 8.2% in FY 2023-24 compared to 7.0% in FY2022-23. This growth exceeded the second advance estimates of 7.6% released in February 2024, marking the third consecutive quarter of 8%+ growth. The robust expansion was supported by government expenditures on infrastructure and housing, strong private consumption, and buoyant manufacturing and services sectors.

Industry Structure and developments

Demand in India is surging due to fundamental factors such as increased infrastructure spending, rapid urbanization, a strong emphasis on domestic manufacturing, and improving affordability. These structural drivers are propelling significant growth in demand, supported by abundant reserves of raw materials and a skilled workforce.

Our Business

We are engaged in the manufacturing and supply of Low Relaxation Prestressed Concrete (LRPC) Strands and Steel Wires, Post-tensioning (PT) Anchorage System (Anchor Cone, Anchor Head and Wedges), HDPE Single Wall Corrugated (SWC) Sheathing Ducts, Couplers and Aluminium Conductors. Our wide variety of products are utilized in various sectors including Infrastructure, Roads – Bridges & Flyovers, Metros, Railways, High Rise Buildings, Atomic Reactors, LNG Tanks, Power Transmission & Distribution Lines etc. Our products are certified by ISO 9001:2015 for quality management systems.

We have two manufacturing plants, both are situated at Ratlam, Madhya Pradesh. Our plants are well equipped with essential machinery, infrastructure, and an in-house testing facility, which ensures that our product conforms to the requisite standards.

We are constantly improving and expanding our processes and technologies. Our top management always emphasises core strength and policies that focus on technology and excellent service delivery. With a passion for setting high standards of service, the management always takes measures to scale up as needed to deliver the best. We work diligently and have a wide range of equipment to meet every need and ensure client satisfaction.

The Company had Invested in the real estate to diversify our income streams. By investing in the real estate Company can generate a steady income through renting spaces. Company had acquired two commercial properties in April 2023 and January 2023 situated in Surat and Vadodara, Gujarat respectively.

Segment-wise or Product-wise performance

The Company is engaged in Wire, Cable / Conductor and Accessories. The details of Segment wise or product wise performance is provided in Note No. 41 of Financial Statement of the Company, forming part of this annual report.

Business Strategy

Expanding domestic and international market presence and product portfolio - We seek to expand and enhance our presence in our existing business segments by identifying markets where we can penetrate and provide technically advanced products in a cost-effective manner. Currently, we are exporting 4.45% of our total income as FY 2023-24, our strategy for expansion of our business is also to focus on the increase in the exports.

We are consistently expanding our product range and are in the process of introducing a new line of products which will include Bridge Bearings, Expansion Joints, Drainage Spouts, Rebar Coupler and Sonic Tube.

Continue to Strengthen Customer Relationships and strengthening brand Kataria Tenasyo™ - Over the years, we have established long-term relationships with our customers, leading to recurrent business engagements with them. Some of our customers have been with us for the several years. We believe that our customer retention levels reflect our ability to provide high quality products. Going forward, we intend to continue strengthening and expanding our existing relationships with our current customers and acquiring more valued customers. We strive to clearly understand our customers' business needs and provide products according to their specification.

Additionally, we have developed strong relationship with our clients, contributing to the recognition of “Kataria Tenasyo” as a reputable brand in steel wire. Looking ahead, we plan to invest further in developing and enhancing our brand image through dedicated brand-building efforts, communication strategies and promotional initiatives. This ongoing investment in brand development is expected to strengthen our brand image, ultimately driving increased sales and profitability.

Improving operational efficiency - we are committed to enhancing operational efficiency within the company to drive cost reductions and maintain a competitive edge in the market. Through continuous process improvements, rigorous quality checks and investment in technology, we aim to boost operational output while maintaining high standards of quality. Our efforts also include empowering our employees, leveraging their technical expertise to enhance overall efficiency. Furthermore, we are continuously working towards achieving zero defects and zero rejection, demonstrating our unwavering dedication to excellence.

Focus on rationalizing our indebtedness - our Company focuses on rationalising our indebtedness. We have entered into various financing arrangements with banks and financial institutions for financial facilities. Our Company proposes to repay or prepay all or a portion of certain borrowings availed by our Company from the Issue Proceeds. For details see “Objects of the Issue” on page 66. The repayment or prepayment will help reduce our outstanding indebtedness, assist us in maintaining a more favourable debt equity ratio and enable utilisation of our internal accruals for further investment in business growth and expansion.

Opportunities and Threats

The Indian government's initiatives, such as Made in India and 'Atmanirbhar' Bharat, are aimed at promoting local manufacturing and enhancing the competitiveness of Indian industries. In response, the Company has proactively developed value-added products within India. These initiatives create favorable conditions for the Company to expand its operations and strengthen its market presence domestically. The global demand for infrastructure development, spanning transportation and energy infrastructure, presents significant opportunities. With its expertise and capabilities. Government policies such as the Production Linked Incentive and Jal Jeevan Mission are geared towards fostering development across infrastructure, housing, and other sectors. These initiatives uniquely position the Company to seize opportunities and contribute meaningfully to these sectors through its specialized offerings.

Risks and Concerns

Within the realm of international trade and foreign investments, geopolitical conflicts pose potential threats to the Company's business operations. These conflicts can lead to trade barriers, tariffs, and other restrictions that may hinder the company's ability to procure raw materials and export finished goods. Moreover, geopolitical tensions could impact supply chain situation, limiting the Company's access to new markets and growth opportunities. The domestic steel sector in India is particularly vulnerable to the influx of lower-cost imports and shifts in demand dynamics. Cheaper imports have the potential to erode market share, revenue, and profit margins for the Company. However, the company can mitigate these challenges by enhancing product quality, optimizing its supply chain, and expanding its customer base. We operate in a dynamic environment which not only provides opportunities but also exposes the business to various risks. To proactively identify and manage key risks for achieving our strategic objectives. Growth of the sector is depended on the enlargement of allied sectors. Forecasted plans and projections are subject to risk. Various kinds of risk associated with the development are Liquidity Risk, Market Risk, Regulatory Risk, Financial Risk, Market Risk and Operational Risk. Other dominant threats faced by the Company are in the form of competition it faces in the industry. In particular, the Company competes with other wire rope manufacturing companies, both in India and abroad, on the basis of a number of factors, including but not limited to quality, time of delivery and price. Fluctuations in the price, availability and quality of raw materials used in our manufacturing process could have a material adverse effect on cost of sales or the Company's ability to meet customer demands. There can be no assurance that the Company will always be successful in its efforts to protect the business from the volatility of the market price of raw materials, and the business can be affected by dramatic movements in prices of raw materials. Risk is the vital factor of every business. The Company has in place a Risk management Committee which outlines the amount of risk involved in the business and various techniques for risk mitigation & Risk minimization. The Company believes that managing risks helps in maximizing returns. The Company's approach for addressing business risks is comprehensive and includes identification of Risks, periodic review of such risks and measures to for mitigating such risks.

Financial Highlights

INR In Lakh

Particulars	Standalone	
	F.Y. 2023-24	F.Y. 2022-23
Revenue from Operations	33,912.72	33,182.94
Other Income	236.94	210.15
Total Income	34,149.66	33,393.09
Less: Total Expenses before Depreciation, Finance Cost and Tax	31,244.15	31,183.20
Profit before Depreciation, Finance Cost and Tax	2,905.51	2,209.89
Less: Depreciation	885.15	979.77
Less: Finance Cost	566.13	400.60
Profit Before Tax	1,454.23	829.52
Less: Current Tax	327.09	139.60
Less: Short provision for earlier year	(0.70)	6.17
Less: Deferred tax Liability (Asset)	85.38	23.42
Profit after Tax	1,042.46	660.34

FINANCIAL PERFORMANCE

During the year under review, the Company has earned total income of INR 34,149.66 Lakhs as against the total income of INR 33,393.09 Lakhs of previous year which states 2.27% increase in the total income as compared to previous year.

The profit before tax in the financial year 2023-24 stood at INR 1,454.23 Lakhs as compared to profit of INR 829.52 Lakhs for last year which state 75.31% increase in Profit before tax and net profit after tax stood at INR 1,042.46 Lakhs as compared to profit of INR 660.34 Lakhs for the previous year which state 57.88% increase in profit of the Company.

During the year under review, Job Work Receipts and Sales of Traded Goods of the Company was increased than that of previous year, due to which the revenue of the Company was increased.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Internal Control system and adequacy Internal Control measures and systems are established to ensure the correctness of the transactions and safe guarding of the assets. Thus, internal control is an integral component of risk management. The Internal control checks and internal audit programmes adopted by the Company plays an important role in the risk management feedback loop, in which the information generated in the internal control process is reported back to the Board and Management.

The internal control systems are modified continuously to meet the dynamic change. Further the Audit Committee of the Board of Directors reviews the internal audit reports and the adequacy and effectiveness of internal controls.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Particulars	F.Y. 2023-24	F.Y. 2022-23	Variance	Reason
Debtors Turnover	8.33	6.15	0.35	Ratio Increase due to decrease in Trade Receivables as compared to increase in Revenue.
Inventory Turnover	23.19	8.83	1.63	NA
Interest Coverage Ratio	3.28	2.26	0.46	Ratio increase due to decreased in Interest Expenses compared to Increase in Profits.
Current Ratio	1.13	1.38	-0.18	Current Ratio has Decreased due to decreased in Assets.
Debt Equity Ratio	1.40	3.07	-0.54	Due to decrease in Shareholders Fund, the ratio decreases
Operating Profit Margin (%)	0.12	0.10	0.13	Ratio is increased due to increase in revenue compared to the costs
Net Profit Margin (%)	0.03	0.02	0.54	Net Profit Margin has been increased due to increase in Sales compared to increase in Costs
Return on Net Worth	1.19	0.21	4.54	Due to increase in Shareholder's fund Compared to the Net Profit Margin, the Ratio Decreased

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company believes in establishing and building a strong performance and competency driven culture amongst its employees with greater sense of accountability and responsibility. The Company has taken various steps for strengthening organizational competency through the involvement and development of employees as well as installing effective systems for improving their productivity and accountability at functional levels. The Company acknowledges that its principal asset is its employees. Ongoing in-house and external training is provided to the employees at all levels to update their knowledge and upgrade their skills and abilities. As on March 31, 2024, the Company had total 71 full time employees. The industrial relations have remained harmonious throughout the year.

CAUTIONARY NOTE

Statements in this Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. These statements are subject to certain risks and uncertainties. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The actual results may be different from those expressed or implied since the Company's operations are affected by many external and internal factors, which are beyond the control of the management. Hence the Company assumes no responsibility in respect of forward-looking statements that may be amended or modified in future on the basis of subsequent developments, information or events.

INDEPENDENT AUDITORS' REPORT ON FINANCIAL STATEMENT

To the Members of
Kataria Industries Limited
Ratlam

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **M/s. Kataria Industries Limited [CIN: U27300MP2004PLC029530]** ("the Company"), which comprise the balance sheet as at March 31, 2024, the Statement of Profit and Loss and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2024. 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.

Responsibility of Management for the financial statements

The Company's board of directors are 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 statement 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 are 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

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 Companies Act, 2013, we give in the **Annexure – "A"**, a statement on the matters specified in paragraph 3 and 4 of the order, to the extent applicable.

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

- (i) 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;
- (ii) 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;
- (iii) The balance sheet, the statement of profit and loss and the statement of cash flow; dealt with by this report are in agreement with the books of account;
- (iv) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
- (v) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;
- (vi) With respect to adequacy of the internal financial control over financial statement of the Company and the operating effectiveness of such control, 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 control over financial reporting; and

(vii) With respect to the other matters to be included in the Auditor's Report in accordance with the requirement of section 197(16) of the Act, as amended, in our opinion and to the best of our information and explanation provided to us, the managerial remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.

(viii) With respect to the other matters to be included in the Auditor's Report in Accordance 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;

- a. The Company has disclosed pending litigations which may impact its financial position. (Refer Note No.40)
- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- c. There has been no occasion or requirement to transfer and amount, to the Investor Education and Protection Fund by the Company.
- d. The Company is not paid any dividend during the year.
- e. Based on our examination on test check basis, the company has used an accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Account) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors), Rules 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For P. D. Nagar & Co.
Chartered Accountants
FRNo.: 01231C

Place: Indore
Date: 21st May 2024
UDIN: 24008627BKELTU3090

[CA. P. D. Nagar]
Proprietor
M. No.: 008627

Referred to in paragraph under the heading “Report on Other Legal and Regulatory Requirements of our report of even date of Kataria Industries Limited for year ended March 31, 2024

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

1. (a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The company is maintaining proper records showing full particulars of intangible assets.
- (b) As explained to us, Property, Plant and Equipment have been physically verified by the management at reasonable intervals and there is no material discrepancies were noticed on such verification, in our opinion.
- (c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed in the financial statements are held in the name of the company, except that lease deed of the land on which wing energy generation plant is installed & purchased during the year from an associated concern worth INR 150.67 Lakh is yet to be executed in favor of Company.
- (d) During the year Company has not revalued its Property, Plant & Equipment or intangible assets; hence this clause is not applicable on the Company.
- (e) No proceeding have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder; hence said clause is not applicable on the Company.
2. (a) As per information and explanation given to us, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion frequency of such verifications by management are reasonable and there is no discrepancies of 10% or more in the aggregate of each class of inventories.
- (b) During the year, Company availed cash credit facility from HDFC Bank and ICICI Bank on the basis of security of current assets. On the basis of verification of quarterly returns / statements filed by the Company with the Bank from time to time; in our opinion such returns / statements are in agreement with the books of accounts maintained by the Company other than those set out below. [Refer note 43 (L)]

(Amount in INR)

Name of Bank	Particular of Securities Provided	Qtr	Amount as per Books of Accounts	Amount as reported in Quarterly returns or Statements	Difference
HDFC & ICICI Bank	Stock	Q1	13,91,45,022	13,91,45,022	-
HDFC & ICICI Bank	Book Debts (90 days)	Q1	57,97,60,934	57,97,60,934	-
HDFC & ICICI Bank	Stock	Q2	22,77,91,014	22,77,91,014	-
HDFC & ICICI Bank	Book Debts (90 days)	Q2	37,14,25,040	37,16,80,599	(2,55,559)
HDFC & ICICI Bank	Stock	Q3	24,83,37,286	14,83,85,770	82,13,067
HDFC & ICICI Bank	Book Debts (90 days)	Q3	35,94,34,390	36,71,15,453	(76,81,063)
HDFC & ICICI Bank	Stock	Q4	14,62,53,391	14,21,41,200	41,12,191
HDFC & ICICI Bank	Book Debts (90 days)	Q4	32,25,65,676	37,01,10,270	(4,75,44,594)

Difference in Book Debts is mainly due to non-adjustment of credit balances appearing in separate accounts of same debtors before submission of quarterly statement to the banks.

3. (a) During the year the Company did not invest in, provided any guarantee or security, however, the Company has granted loans or advances in the nature of loans, unsecured, to companies, firms, Limited Liability Partnerships or any other parties; The loan is granted in the ordinary course of business adopted by the company since many years which is approved by object clause of Memorandum of Association of the company. The terms and conditions of loan given are not prejudicial to the interest of the company.
4. In our opinion and as per information & explanations given to us, the Company complied with the provisions of Section 185 & 186 of the Companies Act, with respect to loans, investments and guarantees given. The terms and conditions of loan given are not prejudicial to the interest of the company.
5. Based on our scrutiny of the Company's records and according to the information and explanations provided to us by the management, in our opinion, the company has not accepted any deposits at any time during the year, from the public covered under section 73 to 76 of the Companies Act, 2013.
6. We have broadly reviewed the books of account maintained by the company pursuant to the rule made by the Central Government for maintenance of cost records under section 148(1) of the Act and are of the opinion that prima facie, the prescribed accounts and record have been maintained in accordance with the said rule. We have not, however, made a detailed examination of the same.
7. (a) According to information and explanations give to us and based on records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues in respect of value added tax, Goods & Service Tax, Provident Fund, Employees' State Insurance, Income Tax, and other statutory dues, as applicable, with the appropriate authorities during the year.
(b) According to information and explanations give to us and based on records of the Company examined by us, there are no disputed dues on account of statutory dues referred to in sub clause (a) that have not been deposited on account of any disputed except the following:

Name of the statute	Nature of the Dues	Period	Amount (INR in Lakh)
CGST Act, 2017	Disallowance of Input Tax Credit	F.Y. 2018-19 & 2019-20	84.96

The order was passed by the Add. Commissioner CGST on 23.04.2024 and as explained to us the company is in process of filing the appeal before the Commissioner (Appeals), CGST, Indore within prescribed time limit.

8. According to information and explanations give to us and based on records of the Company examined by us, in our opinion, there is no amount surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961. Hence no transactions were required to be recorded in the books of accounts.

9. (a) According to information and explanations give to us and based on records of the Company examined by us, in our opinion, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to the lender.
- (b) According to information and explanations give to us and based on records of the Company examined by us, Company has not been declared willful defaulter by any bank of financial institutions or other lender.
- (c) According to information and explanations give to us and based on records of the Company examined by us, Company has not obtained any term loans at any time during the year; hence this clause does not applicable. However term loan availed in earlier years were used for the purpose for which they were obtained.
- (d) According to information and explanations give to us and based on records of the Company examined by us, we report that funds raised on short terms basis has not been used for long term purposes.
- (e) According to information and explanations give to us and based on records of the Company examined by us, we report that company has not taken any funds from any entity or person on account of or to meet the obligations of its associates. The company has no subsidiaries or joint ventures.
- (f) According to information and explanations give to us and based on records of the Company examined by us, we report that the company did not held any securities in its associates.
10. (a) According to information and explanations give to us and based on records of the Company examined by us, we report that company has not raised moneys by way of initial public offer or further public offer during the year; hence provision of this clause does not applicable. However, the company is in process of raising money by way of initial public offer and has incurred expenditure towards initial public offer.
- (b) According to information and explanations give to us and based on records of the Company examined by us, we report that company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year; hence provision of this clause does not applicable.
11. (a) During the course of our examination of the books of accounts of the Company, carried in accordance with the generally accepted auditing practices in India, and according to information and explanations provided to us by the management, we have neither come across any instances of material fraud reported by the Company or on the Company by its officers or employees, noticed or reported during the year nor have been informed of any such cases by the management.
- (b) According to information and explanations give to us and based on records of the Company examined by us, we report that no report has been filed with the Central Government, under sub-section 12 of section 143 of the Companies Act in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rule, 2014.
- (c) According to information and explanations give to us and based on records of the Company examined by us, we report that Company has not received any whistle-blower complaints during the year.
12. As the Company is not a Nidhi Company; hence this clause is not applicable on the Company.
13. The company has entered into transactions with the related parties during the year in compliance with the provisions of section 177 and 188 of the Companies Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard 18, related party disclosures specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
14. (a) In our opinion and according to the information and explanations given to us by management, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) The report of the Internal Auditors issued till the date of the audit report, for the period under audit were considered by us.
15. According to information and explanations given to us and based on records of the Company examined by us, we report that Company has not entered into any non-cash transactions with directors or persons connected with him during the year.
16. (a) According to information and explanations given to us and based on records of the Company examined by us, we report that Company has not entered into any non-cash transactions with directors or persons connected with him during the year.
- (b) According to information and explanations given to us and based on records of the Company examined by us, we report that Company neither have Certificate of Registration from Reserve Bank of India for conducting any Non-banking Financial or Housing activities nor have conducted any such activity at any time during the year.
- (c) According to information and explanations given to us and based on records of the Company examined by us, we report that company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India.
- (d) According to information and explanations given to us and based on records of the Company examined by us, we report that Company is not a part of group of any Core Investment Company.
17. According to information and explanations given to us and based on records of the Company examined by us, we report that Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
18. We report that there were no resignation of the statutory auditors of the Company during the year.
19. According to information and explanations given to us and based on our verification of financial ratios, aging and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and based on managements plan; in our opinion, that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities exiting as on the date of balance sheet as and when they fall due within the period of one year from the balance sheet date.
20. (a) According to information and explanations given to us and based on records of the Company examined by us, in our opinion, Company is not required to transfer any amount to a fund specified in Schedule – VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with the second proviso to sub-section 5 of section 135 of the said Act.
- (b) According to information and explanations given to us and based on records of the Company examined by us, in our opinion, there is no amount remaining unspent under sub-section (5) of section 135 of Companies Act, pursuant to any ongoing projects, and hence there is no amount is required to be transferred to special account in accordance with provisions of sub-section (6) of section 135 of the said Act.
21. Since this report is being issued in respect of standalone financial statements of the company, hence clause (xxi) of paragraph 3 of the said Order is not applicable

For P. D. Nagar & Co.
Chartered Accountants
FRNo.: 01231C

Place: Indore
Date: 21st May 2024
UDIN: 24008627BKELTU3090

[CA. P. D. Nagar]
Proprietor
M. No.: 008627

Referred to in paragraph under the heading “Report on Other Legal and Regulatory Requirements of our report of even date of Kataria Industries Limited for year ended March 31, 2024

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

We have audited the internal financial controls over financial reporting of M/s. KATARIA INDUSTRIES LIMITED ("the Company") as of March 31, 2024.

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.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the 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 was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- 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
- 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 March 31, 2024, 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.

For P. D. Nagar & Co.
Chartered Accountants
FRNo.: 01231C

[CA. P. D. Nagar]
Proprietor
M. No.: 008627

Place: Indore
Date: 21st May 2024
UDIN: 24008627BKELTU3090



KATARIA INDUSTRIES LIMITED, RATLAM
CIN: U27300MP2004PLC029530

BALANCE SHEET AS AT 31st March, 2024

INR in Lakh

Particulars	Note No	As at 31.03.2024	As at 31.03.2023
I EQUITY AND LIABILITIES			
(1) Shareholder's funds			
(a) Share Capital	2	1584.68	264.11
(b) Reserve & Surplus	3	2947.23	3225.34
Total of shareholder Funds		4531.91	3489.45
(2) Non-current liabilities			
(a) Long term borrowings	4	499.56	3223.45
(b) Deferred Tax liabilities	5	315.99	230.61
(c) Long Term Liabilities	6	8.28	.00
(d) Long term provision	7	.63	.00
Total of non-current Liabilities		824.45	3454.06
(3) Current Liabilities			
(a) Short-term borrowings	8	5837.55	7472.75
(b) Trade payables			
(i) outstanding dues payable to micro, small and medium enterprises; and	9	161.54	119.89
(ii) outstanding dues payable to creditors other than micro, small and medium enterprises	9	179.89	184.28
(c) Current Liabilities	10	215.49	176.44
(d) Short term Provisions	11	215.30	161.38
Total of current Liabilities		6609.77	8114.74
Total		11966.13	15058.25
II ASSETS			
(1) Non-current assets			
(a) Property, Plant & Equipment's			
(i) Tangible assets	12	4141.14	3187.53
(ii) Intangible assets	12	6.06	.00
(iii) Capital Work in Progress	12	.00	508.49
(b) Non-current Investment	13	172.81	29.71
(c) Other non-current assets	14	157.12	130.57
Total of non current Assets		4477.13	3856.30
(2) Current Assets			
(a) Inventories	15	1462.53	3759.10
(b) Trade receivables	16	4072.05	5393.53
(c) Cash and Cash equivalents	17	416.20	510.20
(d) Short-term loans & advances	18	1491.47	1487.76
(e) Other current assets	19	46.75	51.36
Total of current Assets		7489.01	11201.95
Total		11966.13	15058.25

Significant accounting policies & notes forming part of financial statements (I & II)

As per our report of even date attached.

FOR P. D. Nagar & Co
Chartered Accountants
FRN 001231C

(CA. P.D. Nagar)
Proprietor
M.NO. 8627
UDIN: 24008627BKELTU3090

Place: Indore Date: 21-05-2024

For and on behalf of Board
For, Kataria Industries Limited

Arun Kataria
Managing Director
DIN: 00088999

Anoop Kataria
Whole-Time Director & CFO
DIN: 06527758

Place: Ratlam
Date: 21-05-2024

Priyanka Bakhtyarpuri
Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31st MARCH, 2024

INR in Lakh except EPS

Particulars		Note No.	Year ended on 31- 03- 24	Year ended on 31 -03- 23
I	Revenue from operations	20	33912.72	33182.94
II	Other Income	21	236.94	210.15
III	Total Revenue (I+ II)		34149.66	33393.09
IV	Expenses:			
	Cost of Material Consumed	22	27110.25	28059.77
	Cost of Traded Goods Sold	23	1112.93	47.10
	Changes in inventories	24	-309.19	-70.28
	Employee benefit expense	25	786.74	587.26
	Financial Costs	26	885.15	979.77
	Depreciation and amortization expense	12	566.13	400.60
	Other Expenses	27	2543.42	2559.34
	Total Expenses		32695.43	32563.57
V	Profit / (Loss) before exceptional and extraordinary items and tax		1454.22	829.52
VI	Exceptional Items		.00	.00
V	Profit / (Loss) before tax & extraordinary items		1454.22	829.52
VI	Extra-ordinary items/Exceptional items		.00	.00
VII	Profit / (Loss) before tax		1454.22	829.52
VI	Tax expenses:			
	(1) Current Tax		-327.09	-139.60
	(2) Deferred Tax		-85.38	-23.42
	(3) Income Tax for earlier years		.70	-6.17
VII	Profit (Loss) from the period from continuing operations for the period		1042.46	660.34
VIII	Earning per equity share:			
	(1) Basic	28	6.58	4.17
	(2) Diluted		6.58	4.17

Significant accounting policies & notes forming part of financial statements (I & II)
As per our report of even date attached.

FOR P. D. Nagar & Co
Chartered Accountants
FRN 001231C

(CA. P.D. Nagar)
Proprietor
M.NO. 8627
UDIN: 24008627BKELTU3090

Place: Indore Date: 21-05-2024

For and on behalf of Board
For, Kataria Industries Limited

Arun Kataria
Managing Director
DIN: 00088999

Anoop Kataria
Whole-Time Director & CFO
DIN: 06527758

Place: Ratlam
Date: 21-05-2024

Priyanka Bakhtyarpuri
Company Secretary



KATARIA INDUSTRIES LIMITED, RATLAM
CIN: U27300MP2004PLC029530

CASH FLOW STATEMENT FOR THE PERIOD ENDING 31.03.2024

INR in Lakh

Particulars	For the Period ended 31-03-24	For the Period ended 31-03-23
A CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit (Loss) before tax	1454.22	827.50
Adjustments for:		
Depreciation	565.66	400.60
Interest & Finance charges	885.15	981.78
Profit on sale of Vehicle/ Assets	-6.88	-87.96
Profit on sale of Shop	-35.56	.00
Operating Profit before Working Capital Changes	2862.59	2121.93
Adjustments for:		
Trade & other receivables	1593.93	-1343.69
Inventories	2296.56	-416.63
Trade & other payables	130.24	35.41
Working Capital balance	-1635.21	1541.40
Cash generated from operations	5248.13	1938.43
Exceptional Item	.00	.00
Taxes Paid	-327.09	-139.60
Tax For earlier Year	.70	-6.17
NET CASH FROM OPERATING ACTIVITIES	4921.74	1792.66
B CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Fixed Assets	-1324.58	-1000.37
Purchase of Investment	-214.96	.00
Sale of Investment	107.90	.00
Investment Subsidy	.98	299.09
Sales of Fixed Assets	15.05	103.64
NET CASH USED IN INVESTING ACTIVITIES	-1415.60	-597.64
C CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Issue of Share Capital & Security Premium	.00	.00
Proceeds from long term borrowings	.00	12.51
Repayment of Long-term borrowings	-2714.98	.00
Interest Paid	-885.15	-981.78
NET CASH (USED IN) / FROM FINANCING ACTIVITIES	-3600.14	-969.28
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	-94.01	225.75
Cash and Cash Equivalent - Opening Balance	510.20	284.46
Cash and Cash Equivalent at the end of the year.	416.20	510.20

Significant accounting policies & notes forming part of financial statements (I & II)
As per our report of even date attached.

FOR P. D. Nagar & Co
Chartered Accountants
FRN 001231C

(CA. P.D. Nagar)
Proprietor
M.NO. 8627
UDIN: 24008627BKELTU3090

Place: Indore Date: 21-05-2024

For and on behalf of Board
For, Kataria Industries Limited

Arun Kataria
Managing Director
DIN: 00088999

Anoop Kataria
Whole-Time Director & CFO
DIN: 06527758

Place: Ratlam
Date: 21-05-2024

Priyanka Bakhtyarpuri
Company Secretary

NOTES FORMING PART OF BALANCE SHEET & PROFIT & LOSS FOR THE PERIOD ENDED ON 31.03.2024**OVERVIEW**

Kataria Industries Limited was incorporated as Private Limited Company in the year 2004 which has changed as Public Limited Company on 20 Dec 2023 and is engaged in the business of manufacturing and sale of Cables & Conductors, LRPC Wire, Stranded wire and Un Gi wire and LRPC Accessories.

I. SIGNIFICANT ACCOUNTING POLICIES**1.1. Basis of Preparation**

The financial statements are prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India ('ICAI') specified in Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rule 2014 and relevant provisions of Companies Act, 2013 ("the Act") to the extent applicable.

1.2. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

1.3. Fixed assets and depreciation

The company has adopted Cost Model as prescribed in Accounting standard -10 (Revised) "Property Plant & Equipment".

Recognition

The Cost of an item of property, Plant & equipment is recognized as an asset if, and only if:

- (a) it is probable that future economic benefits associated with the item will flow to the enterprises; and
- (b) the cost of the item can be measured reliably.

Fixed assets are stated at cost, less accumulated depreciation and impairment losses if any. Pre-operative expenses including trial run expenses (net of revenue) are capitalised. The cost of fixed assets comprises the purchase price and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to the working condition for its intended use. Financing costs relating to acquisition of fixed assets are also included to the extent they relate to the period till such assets are ready to put to use.

Capital Work-in-progress includes the cost of fixed assets that are not ready to use at the balance sheet date.

Depreciation on fixed assets is provided on Written down Method at the manners provided in Schedule II of the Companies Act, 2013. Depreciation is charged on fixed assets from last day of the month in which such assets were put to use. Further, Govt. Grant received if any related to depreciable assets are reduced from depreciation over the period of useful life of qualifying assets on systematic and rational basis. Leasehold land is amortized over the period of lease.

1.4. Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets (cash generating unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or a group of assets. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit & loss account. 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 asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

1.5. Inventories

- (a) Inventories are valued at cost or net realizable value whichever is lower.
- (b) The cost of finished goods and stock in process includes estimated cost of conversion and other costs included in bringing the inventories to their present location and condition. Cost of raw materials, packaging material and oils and fuels on First Come First Out basis.
- (c) Cost of Store and Spares is determined at Estimated Cost.
- (d) By-product and scrap are valued at net realisable value.

1.6. Revenue recognition

- (a) Revenue from sale is recognized on transfer of all significant risk and rewards of ownership of products to the customers, which is generally on dispatch of goods. Sales are stated exclusive of GST.
- (b) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

1.7. Employee Benefits**Short Term Employee Benefits.**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and short term compensated absences, etc. are recognized in the period in which the employee render the related services.

Post-Employment Benefits

- (i). Defined Contribution Plans: The Employee State Insurance Scheme and Contributory Provident Fund administered by Provident Fund Commissioner are defined contribution plans. The Company's contribution paid/payable under the schemes is recognized as expense in the profit and loss account during the period in which the employee renders the related service. No provision has been made towards leave encashment payable to employees on their retirement or termination of service.
- (ii). Defined Benefit Plans: The Company has taken Group Gratuity and Cash Accumulation Policy issued by the Kotak Life Insurance. The present value of the obligation under such defined benefit plans is determined based on actuarial valuation as advised by Kotak Life Insurance, using the Projected Unit Credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, are as advised by Kotak Life Insurance.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, are as advised by Kotak Life Insurance.

1.8. Foreign Currency Transactions

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the statement of profit and loss of the year.

Monetary assets and liabilities in foreign currency, which are outstanding as at the year-end, are translated at the closing exchange rate and the resultant exchange differences are recognized in the statement of profit and loss.

1.9. Borrowing Costs

Borrowing costs are capitalized as a part of the cost of qualifying assets when it is probable that they will result in future economic benefits to the enterprise and the cost can be measured reliably. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Other borrowing cost is recognized as an expense in the period in which they are incurred. Interest on term loan taken for acquisition of fixed assets till the date of commencement of commercial production unit is capitalized and determined in accordance with Accounting Standard (AS) 16- Borrowing Costs issued by the Institute of Chartered Accountants of India (ICAI) and notified under the Companies (Accounts) Rules 2014.

1.10. Taxation

Tax expenses for the current year comprises of current tax and deferred tax. Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act 1961. Deferred tax is recognized, on timing difference between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

1.11. Earning Per Share

Basic and diluted earnings per share is computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity shares outstanding during the year. There are no diluted potential equity share.

1.12. Provisions for contingencies

A provision is recognised when the company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimates required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not recognised but are disclosed in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

1.13. Segment Reporting

The Company is engaged in the business of manufacturing and selling of LRPC & Un Gi Wire and Cable & Conductor. Therefore, the operation of the company is carried out in two segment. The accounting policies adopted for segment reporting are in line with the accounting policies of the company. segment revenue, segment result, segment assets and segment liabilities have been identified to segment on their relationship to the operating activities of the segments.

1.14. Cash Flow Statement

Cash Flow Statement using indirect method as set out in Accounting Standard (AS) - 3 "Cash Flow Statement", whereby profit/(loss) before extraordinary items and tax is adjusted for the effect of transactions of non-cash nature and any deferral or accruals of past or future cash receipts or payment. The cash flow from operating, investing and financial activities of the company are segregated based on available information.

1.15. Operating Cycle

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

1.16. Government Grants (Industrial Incentive)

The Company recognises Government Grants only when there is resalable assurance that the conditions attached to them will be complied with and the Grants will be received. When the grants relate to an asset, the company deductes such grants amount from the carrying amount of that assets. The Company having made substantial investment by way of expansion/ diversification hence it is entitled to get Industrial Incentive under Industrial Policy, 2014 announced by the Govt. of Madhya Pradesh. The amount of subsidy receivable under the policy is accounted for on accrual basis based on amount sanction by Madhya Pradesh Industrial Development Corporation.

1.17. Lease Rent

Lease under which the Company assumed substantially all the risk and rewards of ownership are classified as finance leases. Such assets acquired are capitalized at fair value of the asse or present value of the minimum lease payment at the inception of the lease, whichever is lower. Lease payments under operating leases are recognized as an expense on straight line basis in the statement of profit and loss over the lease term.

Note 2: Equity Share Capital

INR in Lakh

Authorised Shares Capital

Particulars	As at March 31, 2024	As at March 31, 2023
55,00,000 Equity Shares of INR 10/- Each as at 01st April 2023	550.00	550.00
Add: Increase in Authorised Capital 1,65,00,000 Equity Share of INR 10/- each during the year	1650.00	0
Total Authorised Capital as at end of the year	2200.00	550.00

Issued and Subscribed and Paid up Capital

Particulars	As at March 31, 2024	As at March 31, 2023
55,00,000 Equity Shares of INR 10/- Each as at 01st April 2023	550.00	550.00
Add: Increase in Authorised Capital 1,65,00,000 Equity Share of INR 10/- each during the year	1650.00	0
Total Authorised Capital as at end of the year	2200.00	550.00

Reconciliation of Shares Capital

Particulars	As at March 31, 2024	As at March 31, 2023
Shares Outstanding as at 1st April 2023	2641139	2641139
Add: Bonus Share issued on 06th December 2023	13205695	0
Shares Outstanding at end of the year	15846834	2641139

The Rights attaching to each class of shares:

The company has one class of equity shares having a par value of 10 per share. Each holder of equity share is entitled to one vote per share. The company declare and pay dividend in Indian rupees. The dividend in case it proposed by the Board of Directors is subject to the approval by the shareholders of the company in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of the equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amount. The distribution will be in proportion to the number of equity share held by the shareholders.

The Board of Directors in its meeting held on 25th Oct 2023 recommended issue of bonus equity shares in the ratio of five equity share of INR 10 each for every one equity shares of INR 10 each which was approved by the members of the Company on 14th November 2023. Pursuant to this, the company has issued and allotted 1,32,05,695 bonus equity shares fully paid up on 6th December 2023.

Equity share held by Promoters / Member of Promoter group. As on 31st March 2024

Name of the Promoters/Directors	No of Share	% of holding	% Change during the year
Shri Arun Kataria	2800000	17.67%	0.14
Shri Sunil Kataria	1750000	11.04%	0.06
Shri Madanlal Kataria	1390104	8.77%	-0.06
Smt. Nagina Devi Kataria	1197654	7.56%	0.00
Smt. Rakhi Kataria	1505257	9.50%	-0.02
Shri Anoop Kataria	1809774	11.42%	0.02
Smt. Sushila Devi Kataria	1095486	6.91%	0.00
Smt. Chanda Devi Kataria	1505257	9.50%	-0.06
Shri Anokhilal Kataria	1212146	7.65%	-0.02
Shri Yash Kataria	66000	0.42%	0.00
Shri Pankaj Kataria	1515156	0.10	0.10

Equity share held by Promoters / Member of Promoter group. As on 31st March 2023

Name of the Promoters/Directors	No of Share	% of holding	% Change during the year
Shri Arun Kataria	91370	0.03	0.00
Shri Sunil Kataria	121093	0.05	0.00
Shri Madanlalji Kataria	379220	0.14	0.10
Smt. Nagina Devi Kataria	199609	0.08	0.00
Smt. Rakhi Kataria	310911	0.12	0.00
Shri Anoop Kataria	252526	0.10	0.00
Smt. Sushila Devi Kataria	182581	0.07	0.00
Smt.Chanda Devi Kataria	411941	0.16	0.10
Shri Anokhilal Kataria	260388	0.10	0.05
Shri Yash Kataria	11000	0.00	0.00

Particulars	As at March 31, 2024	As at March 31, 2023
Details of Shares Issued other than by Cash/ by way of Fully paid Bonus shares of INR 10/- each in the ratio of 1:5 to existing Shareholders.	13205695	Nil

Note 3: Reserve & Surplus

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Securitas Premium		
Balance at the beginning of the year	736.52	736.52
Less: Bonus Share Issued on 06th December 2023	-736.52	0.00
Balance at the end of the year	.00	736.52
Balance in Statement of Profit & Loss Account		
Balance at the beginning of the year	2488.82	1830.50
Less: Bonus Share Issued on 06th December 2023	-584.05	0.00
Add : Profit for the year	1042.46	658.32
Balance at the end of the year	2947.23	2488.82
Total	2947.23	3225.34

Nature and Purpose of Reserves

A. Securitas Premium

Securities Premium Reserve was created when the company had issued its own shares at a premium. Utilization of this reserve is governed by the provisions of the Companies Act 2013 and accordingly opening balance of Security Premium Reserve of INR 736.52 Lakh has been used in current financial year for issuing bonus shares.

B. Retained Earning

The retained earnings comprise of surplus earning from time to time. Retained earnings is free reserve of the Company and can be used for the purposes like issuing bonus shares, buy back of shares and other purposes (like declaring Dividend etc.) as per the approval of Board of Directors. During the year out of retained earnings a sum of INR 584.05 Lakh has been used for issue of Bonus shares, with entire utilization of Security Premium.

Note 4: Long Term Borrowings

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Long Term Liability (Secured)		
HDFC Bank Term Loan	533.46	507.85
Less: Current Maturities of Long term	136.82	0.00
	396.64	507.85
ICICI Bank Term Loan	31.94	31.94
Less: Current Maturities of Long term	31.94	0.00
	0.00	31.94
ICICI Bank Ltd -WCDL	178.06	178.29
Less: Current Maturities of Long term	75.14	0.00
	102.92	178.29
Total of Long Term Secured Loan	499.56	718.08
Long Term Liability (unsecured)		
Unsecured - Inter Corporate Deposit	1614.79	2505.37
Less: Current Maturities of Long term	-1614.79	0.00
Total of Long Term unsecured Loan	0.00	2505.37
Total	499.56	3223.45

Out of the Above (excluding current maturity of long-term borrowings)

Particulars	As at March 31, 2024	As at March 31, 2023
(a) Total Secured	499.56	718.08
(b) Total Unsecured	0.00	2505.37
	499.56	3223.45

Terms of Repayment of Long Term Borrowings

Particulars	Total Tenor	Frequency of Installment	Rate of Int.	No. of Installment	Outstanding as on 31.03.2024	Outstanding as on 31.03.2023
HDFC Bank Limited	5 Yrs	Monthly	9%	0	0.00	129.85
HDFC Bank Limited	5 Yrs	Monthly	10%	38	385.53	465.54
HDFC Bank Limited	5 Yrs	Monthly	10%	34	147.93	184.04
ICICI Bank Limited	5 Yrs	Quarterly	9%	1	31.94	159.68
ICICI Bank Limited ECGL	3 Yrs	Monthly	9%	36	123.27	123.50
ICICI Bank Limited WCDL	3 Yrs	Monthly	9%	8	54.79	136.97

Term Loan & ECGLS Loan is secured against hypothecation / pledge of Factory Building and plant machinery Assets and personal guarantee by all directors. WCDL is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts and further by personal guarantee of all directors.

Note 5: Deferred Tax Liabilities (Net)

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	230.61	207.19
Add/(less): On Account of Timing Difference of Depreciation	85.38	23.42
Balance at the end of the year	315.99	230.61

Note 6: Long term Liabilities

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Advance Rent Received for shop	8.28	0.00
Total	8.28	0.00

Note 7: Long term Provision

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Gratuity	0.63	0.00
Total	0.63	0.00

Note 8: Short Term Borrowings

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Secured Loan (Cash Credit /WCDL)		
HDFC Bank Ltd	125.10	1735.16
ICICI Bank Ltd	7.24	515.37
HDFC Bank Letter of Credit	1859.98	2044.74
ICICI Bank Letter of Credit	1286.41	1693.87
ICICI Bank WCDL	700.00	0.00
Current maturity of Long term borrowings	243.90	481.50
Current maturity of Intercompany Deposits	1614.79	0.00
Total Secured Loan (short term)	5837.42	6470.64
Unsecured Loans from:		
Tata Capital- Channel Finance	0.00	996.05
Intercompany Deposits	0.00	6.06
ICICI Bank Credit card	.13	0.00
Total unsecured Loan (short term)	.13	1002.11
Total	5837.55	7472.75

Out of the Above (including current maturity of long term borrowings)

Particulars	As at March 31, 2024	As at March 31, 2023
(a) Total Secured	4222.75	6470.64
(b) Total Unsecured	1614.79	1002.11
	5837.55	7472.75

Terms and Conditions of Borrowings

- Cash Credit Limit of INR 17.50 Crores from HDFC bank is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts, equitable mortgage. of factory land, P & M existing and future and further the loan is personal guarantee by all directors of the company and Mr Sunil Kataria, Anoop Kataria & Smt Sushila Devi Kataria. The Interest on the loan is payable @ 10.15 % p.a.
- Cash Credit Limit of INR 17.50 Crores from HDFC bank is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts, equitable mortgage. of factory land, P & M existing and future and further the loan is personal guarantee by all directors of the company and Mr Sunil Kataria, Anoop Kataria & Smt Sushila Devi Kataria. The Interest on the loan is payable @ 10.15 % p.a.
- Letter of Credit Limit of INR 21.00 Crores from HDFC bank is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts, equitable mortgage. of factory land, P & M existing and future and further the loan is personal guarantee by all directors of the company and Mr Sunil Kataria, Anoop Kataria & Smt Sushila Devi Kataria.
- Letter of Credit Limit of INR 17.00 Crores from ICICI bank is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts, equitable mortgage. of factory land, P & M existing and future and further the loan is personal guarantee by all directors of the company and Mr Sunil Kataria, Anoop Kataria & Smt Sushila Devi Kataria.
- working capital demand loan (WCDL) Limit of INR 7 crore from ICICI bank is secured by first charge on stock of raw material, stock in process, finished goods, consumables stores and spares, book debts, equitable mortgage. of factory land, P & M existing and future and further the loan is personal guarantee by all directors of the company and Mr Sunil Kataria, Anoop Kataria & Smt Sushila Devi Kataria.
- Channel Finance availed from Tata Capital is against purchase of wire rod from ESLSteel Ltd & JSPL. which is against personal guarantee by all directors of the company and corporate guarantee of Ratlam wire Pvt Ltd.
- All Above Loans Guaranteed by Directors & Others
- Unsecured Loans and advances - Repayable on Demand

Note 9: Trade Payables

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Disputed	0.00	0.00
MSME		
Unbilled Dues	0.00	0.00
Less Than 1 Year	161.54	119.89
1-2 Year	0.00	0.00
2-3 Year	0.00	0.00
More than 3 years	0.00	0.00
Total	161.54	119.89
Other than MSME		
Unbilled Dues - Other		
Less Than 1 Year	179.89	184.24
1-2 Year	0.00	.04
2-3 Year	0.00	0.00
More than 3 years	0.00	0.00
Total	179.89	184.28
Total Trade Payable	341.43	304.17

Disclosure requirement under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act")

- The principal amount of INR161.54 Lakh and the interest due (NIL) thereon remaining unpaid to any supplier at the end of each accounting year;
- The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year; INR NIL
- 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 the Micro, Small and Medium Enterprises Development Act, 2006; NIL
- The amount of interest accrued and remaining unpaid at the end of each accounting year; NIL
- The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues 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. INR NIL

Note 10: Other Current Liabilities

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Advance from customers	101.46	102.40
Statutory Liabilities	1.06	2.55
Outstanding liabilities for expenses	52.49	138.78
Tax deducted / Collected at source	8.81	35.18
GST Payable	44.48	7.60
Interest Received But not due	2.76	13.83
Advance Rent Received for shop (short term)	4.42	0.00
Total	215.49	176.44

Note 11: Short Term Provision

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Outstanding liabilities for expenses	78.98	138.78
Provision for Bonus	42.68	14.87
Provision for Gratuity	5.97	7.12
Provision For Taxation	327.09	15.47
Less: Advance Tax & TDS per contra	239.42	0.00
Net Provision For Taxation	87.67	15.47
Total	215.30	161.38

Note 12: PLANT, PROPERTY AND EQUIPMENT AS AT 31.03.2024
 NOTES FORMING PART OF BALANCE SHEET & PROFIT & LOSS FOR THE PERIOD ENDED ON 31.03.2024

Particulars	Gross Block					Depreciation				Net Block	
	As at April 1, 2023	Additions	Sales/ Transfer During the Year	Incentive from TRIFAC	As at March 31, 2024	As at April 1, 2023	Amortization related to earlier year	For the Year	Sales / Transfer During the Period	As at March 31, 2024	As at March 31, 2023
Tangible Assets											
Land	241.41	-	-	-	24.41	13.93	-	1.63	-	15.56	10.47
Land Development	1.21	-	-	-	1.21	0.98	-	0.02	-	1.00	0.23
Factory Building	822.85	84.42	-	5.63	901.63	571.66	-	35.99	-	607.66	251.18
Plant & Machinery											
Wire Division	4398.75	1697.23	-	293.45	5,802.53	1697.01	-	434.59	-	2131.60	2701.75
Cable Division	448.56	-	85.22	-	363.34	413.78	-	4.10	80.96	336.92	34.78
Common Utility	80.28	-	-	-	80.28	76.06	-	0.00	-	76.06	4.21
Electric Installations	109.49	-	58.35	-	51.14	104.06	-	0.06	55.43	48.68	5.43
Testing Equipments	27.57	-	-	-	27.57	17.56	-	1.79	-	19.36	10.00
Spools & Cages	2.68	-	-	-	2.68	2.41	-	0.13	-	2.54	0.27
Office Equipments	36.17	2.97	-	-	39.14	28.40	-	1.61	-	30.02	7.77
Furniture & Fixtures	149.03	3.47	-	-	152.50	94.39	-	13.38	-	107.77	54.65
Vehicle	88.71	33.99	12.52	-	110.18	57.50	-	16.13	11.53	62.11	31.21
Wind generation plant	150.68	-	-	-	150.68	78.69	-	52.46	-	131.15	71.99
Computer	29.78	3.59	-	-	33.36	26.20	-	2.89	-	29.09	3.58
Sub Total	6370.16	1825.66	156.09	299.09	7,740.65	3182.63	-	564.80	147.92	3599.51	3187.53
Intangible Assets											
Software	.00	3.00	-	-	3.00	.00	-	1.11	-	1.11	0.00
Website	.00	4.40	-	-	4.40	.00	-	0.23	-	0.23	0.00
Sub Total	.00	7.40	-	-	7.40	.00	-	1.34	-	1.34	0.00
Total	6400.35	1833.06	156.09	299.09	7748.05	3183.11	-	566.13	147.92	3600.85	3187.53
Capital Work in Process (Wire Division)											
Plant & Machinery	446.45	-	446.45	-	0.00	0.00	-	-	-	-	446.45
Factory Shed	62.04	-	62.04	-	0.00	0.00	-	-	-	-	62.04
Furniture & Fixture	.00	-	-	-	0.00	0.00	-	-	-	-	0.00
Sub Total	508.49	-	508.49	-	0.00	0.00	-	-	-	-	508.49
GRAND TOTAL	6908.84	1833.06	664.58	299.09	7748.05	3183.11	-	566.13	147.92	3600.85	3696.02
Previous Year	6439.32	1954.18	1185.57	-	6908.84	2726.33	-	400.60	216.08	3183.11	2812.29

Note 13: Non-Current Investments

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Investment in House Property (at cost)		
a) Shops at Surat		
Purchased During the year (4 Shops) (3655 Sq ft)	214.96	0.00
(Less): Sales During the year (2 Shop) (1230 Sq ft)	-72.34	0.00
	142.62	0.00
b) Shops at Vadodara		
Opening Balance as on 01.04.2023	29.71	29.71
(add): Reversal of depreciation incorrectly provided in FY 2022-23	.48	0.00
	30.19	29.71
Total	172.81	29.71

Note 14: Other non-Current Assets

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Securities Deposits:		
(unsecured considered good)		
With M.P.P.K.V.V.C. Limited (E S D)- Unit 2	156.07	129.53
With Others	1.04	1.04
Total	157.12	130.57

Note 15: Inventories

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Raw Material	403.87	3052.68
Work-in-Progress	108.79	94.55
Finished Goods	699.68	429.45
Stores & Spares	98.99	40.54
Oil & Fuels	17.09	46.89
Packing Material- other	49.59	43.49
Sundry Chemicals -Others	49.81	41.50
Trading Goods	34.72	10.00
Total	1462.53	3759.10

Inventories are valued at cost or net realisable value whichever is lower. The cost formulas used are First-in-First Out ('FIFO'). The cost of inventories comprises all cost of purchase excluding taxes, conversion cost and other cost incurred in bringing the inventories to their location and condition.

Note 16: Trade Receivables

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, Considered Good:		
Less than 6 Month	3333.70	5098.12
6 Month -1 year	592.38	203.20
1-2 Year	72.46	33.14
2-3 Year	2.47	44.06
More than 3 year	4.62	0.00
Total	4005.63	5378.53
Unsecured, Considered doubtful:		
Less than 6 Month	0.00	0.00
6 Month -1 year	0.00	0.00
1-2 Year	0.00	0.00
2-3 Year	47.98	15.00
More than 3 year	18.44	0.00
Less: allowance for bad and doubtful debts	0.00	0.00
Total	66.42	15.00
Grand Total	4072.05	5393.53

Trade Receivables are Net of Bills discounted INR 479.16 Lakh (Previous year INR 924.36 Lakh).

Note 17: Cash & Cash Equivalent

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Cash-on-Hand	5.65	2.82
Total Cash in hand	5.65	2.82
Bank Balance		
In current account with schedule bank	0.41	114.20
Fixed deposit with schedule bank held as margin money	410.13	393.18
Total Bank Balance	410.54	507.38
Total Cash and Bank	416.20	510.20

Note 18: Short Term Loans and Advances

INR in Lakh

Particulars	As at March 31, 2024	As at March 31, 2023
Advance to suppliers of goods & services	757.32	930.45
Loan and Advances	409.94	0.00
Industrial subsidy receivable from MP TRIFAC	299.11	299.09
GST Receivable	11.24	235.50
Advance to employees & others	6.17	5.36
Deposits with Govt. Departments & Others	7.71	17.37
Advance payment of Income Tax (Incl. T.D.S.& T.C.S)	239.42	0.00
Less: Provision for Income Tax deducted per contra	239.42	0.00
Net Payment of payment of Income Tax (Incl. T.D.S.& T.C.S)	0.00	0.00
Total	1491.47	1487.76

Note 20: Revenue from Operations

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
Sales of Manufactured Goods	32083.72	32863.20
Job Work Receipts	229.17	68.01
Sales of Traded Goods	1270.18	50.52
Sales of Scrap	329.65	201.21
Total	33912.72	33182.94

Note: Details of product sold

Particulars	For the year 2023-24	For the year 2022-23
Finished Goods	24262.58	29370.52
LRPC Stranded Wire including HDPE LRPC wire	5735.10	1851.45
Conductor (ASCR/AAC)	855.80	1378.85
Un Galvanized / Spring Steel Wire	1186.61	262.38
LRPC Accessories	229.17	68.01
Job Work Receipts	315.92	196.13
Scrap -Wire	13.72	5.07
Scrap -Conductor	43.63	0.00
Scrap -LRPC Accessories		
Traded Goods	313.62	48.73
LRPC Accessories -Trading	335.49	1.79
sales Wire /wire	464.24	0.00
Sales Aluminum Wire Rod	35.41	0.00
Sales Aluminum Wire conductor	121.42	0.00
Sales HR sheet	24262.58	29370.52
Total	33912.72	33182.94

Note 21: Other Income

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
Interest earned on TDR, SD & others	40.33	24.91
Interest earned from debtors	71.24	77.88
Profit on Sale of Fixed Assets - Plant & Machinery & Vehicle	6.88	87.96
Capital Gain on Sale of Investment - Shop	35.56	0.00
Foreign Exchange Fluctuation	2.07	6.81
Duty Drawback & Export Incentives	30.60	12.59
Rental Income on House property (Shops at Surat and Vadodara)	49.22	0.00
Reversal of Depreciation Provided in FY 2022-23	.48	0.00
Excess Provision of Gratuity Written back	.55	0.00
Total	236.94	210.15

Note 22: Cost of Raw and Packing Material Consumed

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
Opening Stock	3137.67	1425.22
Add: - Purchases during the year	24616.13	29781.85
(A)	27753.80	31207.07
Less: Sales of Raw Material (Wire Rod)	140.29	9.63
Less: - Closing Stock	503.26	3137.67
(B)	643.55	3147.30
Total	27110.25	28059.77

Details of Raw Material Consumed

Particulars	For the year 2023-24	For the year 2022-23
Wire Rod/ Wire	19858.27	25074.54
Sundry Chemical, HDPE, Grease	839.95	719.89
Packing Material	271.86	355.45
LRPC Accessories (plate, hub pipe)	789.20	217.94
Aluminum Rod/ Alloy Rod	5236.38	1647.88
Raw Material Conductor	46.31	21.31
Packing Material- Conductor div	68.28	22.76
Total	27110.25	28059.77

Details of Stock of Raw Material

Particulars	For the year 2023-24	For the year 2022-23
Wire Rod/ Wire	118.94	2684.61
Sundry Chemical	164.50	104.68
Packing Material	49.59	43.49
LRPC Accessories (plate, hub pipe)	97.39	53.81
Aluminum Rod/ Alloy Rod	72.05	244.48
G I Wire etc.	.80	6.60
Total	503.26	3137.67

Note 23: Purchase of Traded Goods

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
Steel Wires	293.40	1.65
Aluminum Wire Rod	462.30	0.00
Aluminum Conductors	33.77	0.00
HR Sheet	93.01	0.00
LRPC Accessories	230.45	45.45
Total	1112.93	47.10

Note 24: Change in Inventories

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
OPENING STOCK		
Stock in process	94.55	165.69
Trading Goods Stock	10.00	0.00
Finished goods	389.12	294.60
Scrap	40.33	3.44
Total	534.00	463.72
LESS: - CLOSING STOCK		
Stock in process	108.79	94.55
Trading Goods Stock	34.72	10.00
Finished goods	613.03	389.12
Scrap	86.65	40.33
Total	843.19	534.00
Total	-309.19	-70.28

Details of Inventory - Finished Goods

Particulars	For the year 2023-24	For the year 2022-23
UN GALVINISED WIRE	5.46	26.10
Stranded Wire LRPC	330.97	315.75
ACSR Conductor /Aluminum Wire	238.02	3.01
LRPC Accessories	68.86	44.26
Steel Scrap	6.09	5.72
Aluminum Scrap	19.52	4.84
LRPC Accessories Scrap	10.93	16.40
Rejected Wires and Defective Conductors	19.84	13.37
Total	699.68	429.45

Details of Inventory - Work in Progress

Particulars	For the year 2023-24	For the year 2022-23
Wire Rod	54.02	74.22
Aluminum Rod	46.64	16.84
Steel Bar	7.95	3.01
HDPE	0.18	0.48
Total	108.79	94.55

Note 25: Employment Benefit Expenses

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
Manufacturing Salaries		
Salary, Wages and other Allowances	569.84	387.99
Contribution to Provident Fund	10.19	10.84
Contribution to Employee state Insurance	3.80	6.87
Staff & Labor welfare	4.54	4.32
Bonus & Ex-Gratia	42.68	15.28
Contribution to Group Gratuity scheme	0.00	6.92
	631.05	432.21
Other Salaries		
Salary, Wages and other Allowances	119.68	119.05
Directors Remuneration	36.00	36.00
	155.68	155.05
Total	786.74	587.26

Note 26: Financial Cost

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
INTEREST & FINANCE CHARGES		
Working Capital	215.24	205.81
Channel Finance	8.00	44.73
Term Loans	131.64	115.85
Inter Corporate Deposits	118.29	192.26
Bank Charges	19.80	57.94
Bill Discounting Charges (Purchases & Sales)	392.18	363.18
Total	885.15	979.77

Note 27: Other Expenses

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
MANUFACTURING EXPENSES:		
Power charges	1094.51	1000.63
Less: Recovery of energy generated by wind mill (refer note no. 29)	61.03	0.00
	1033.48	1000.63
Oil & Fuel Consumed	173.14	126.82
Repairs & Maintenance	122.84	150.31
Stores & Spares Consumed	111.27	72.99
Factory Expenses	16.25	15.74
Total (A)	1456.98	1366.49

Note 27: Other Expenses (Continued)

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
ADMINISTRATIVE EXPENSES:		
Travelling Expenses (Directors)	2.24	23.54
Travelling Expenses (Others)	16.29	0.00
	18.54	23.54
Vehicle running & maintenance	12.62	13.69
Printing & Stationery	2.75	2.71
Postage, Telegram & Telephone	4.61	4.30
Insurance Charges	7.75	6.90
IPO Exp	36.71	0.00
Legal & Professional Fees	25.54	49.58
Auditors remuneration		
For statutory Audit	1.20	3.27
For Tax Audit	.30	0.00
For Other Services	3.15	0.00
	4.65	3.27
Cost Audit Fee	.70	0.00
Subscription & Filing Fee	2.22	18.93
Office & Misc. expenses	28.28	25.06
Professional Tax	.03	.03
Computer operating expenses	.87	1.65
Rent	3.77	3.38
Guest Entertainment Expenses	4.51	5.80
Lease Rent	5.79	6.07
Donation - CSR Exp	17.02	14.53
Wind farm exp	3.07	1.50
Interest on delayed payment of TDS/ ESIC penalty	1.06	2.01
	Total (B)	180.50
		182.92
SELLING AND DISTRIBUTION EXPENSES		
Freight & forwarding expenses	868.51	942.67
Advertisement & Branding Expenses	17.42	.63
Testing expenses	6.74	7.48
Commission on Sale	3.20	4.29
Sales Promotion Charges	1.15	8.54
Marking Fees (BIS)	8.91	1.08
CST / VAT for earlier years	0.00	47.26
	Total (C)	905.93
		1011.95
Grand Total	2543.42	2559.34

Note 28: Earnings Per Share

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
Profit / Loss After Tax	1042.46	660.34
No of shares Basic*	15846834	15846834
No of Shares Diluted	15846834	15846834
* Bonus shares have been issued by the company during the year in the ratio of 1:5 hence for EPS no. shares of PY has been restated.		
Earnings Per Share Basic	6.58	4.17
Earnings Per Share Diluted	6.58	4.17

Note 29:

The company owns wind generated mill (wind mill) located at Dewas, M.P. The power generated from wind mill are transferred to power GRID of Electricity Board but the credit of power generated is being transferred in favour of the company from 01.07.2023 after NOC on leasehold land given by Forest Department on which windmill is installed based on the agreement executed with Electricity Board.

Note 30:

The Company has made substantial investment for expanded capacity of production. Therefore, it is entitled to get Industrial Incentive under Industrial Policy, 2014 announced by the Govt. of Madhya Pradesh. The amount of subsidy has been sanctioned Vide Letter No 176/MPIDC/Fiscal incentive /2020/5673 dated 05.09.2020 at INR 12.10 Cr. which will be receivable in 7 yearly installments commencing from F.Y. 2019-20 onwards & vide letter No dated 1302/MPIDC/F.I./IPA/6078 dated 27.08.2021 at INR 2.075 crore & vide letter No 214/MPIDC/F.I./2023/4511 dated 31.05.2023 at INR 6.41 crore in 7 Installment commencing from F.Y. 2022-23 onwards. Such amount of subsidy has been sanctioned against investment in Plant & Machinery and Factory Sheed. The amount receivable has been shown under the head short term loans & Advances (Note No. 12) and credited in respective assets as required by Accounting Standard-12 and ICDS-7.

Note 31: Corporate Social Responsibility

INR in Lakh

Particulars	For the year 2023-24	For the year 2022-23
(a) amount required to be spent by the company during the year		
(b) amount of expenditure incurred	2.24	23.54
(c) shortfall at the end of the year	16.29	0.00
(d) total of previous years shortfall	18.54	23.54
(e) reason for shortfall	12.62	13.69
(f) nature of CSR activities - Charitable purpose, Animal help and contribution towards construction of school building owned by government.	2.75	2.71
(g) details of related party transactions (Seth Dhulchand Pannalal Kataria Parmarthik Trust)	4.61	4.30
(h) where a provision is made with respect to a liability incurred by entering into a contractual obligation the movements in the provision during the year should be shown separately	7.75	6.90

Note 32:

In the opinion of the Board of Directors of the Company, the Current Assets, Loans and Advances have a value realizable in the ordinary course of business at least equal to the amount at which they are stated and provisions for all known liabilities are adequate and not in excess of the amount reasonably necessary.

Note 33:

Balances in respect of creditors, debtors and advance (Secured and Unsecured) and deposits are subject to confirmation.

Note 34: Micro, Small and Medium Enterprises Development Act, 2006:

Under the Micro, Small and Medium Enterprises Development Act,2006 which came into force from 2nd October 2006, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises. The Company is in the process of compiling relative information from it's suppliers about their coverage under the said act since the relevant information is not readily available, no disclosures have been made in the accounts. However, the Management is of the view that, the impact of interest, if any, that may be payable in accordance with the provisions of this act is not expected to be material.

Note 35: Leases

The Company has taken factory land on non-cancellable Operating Lease. Amount of Lease Premium paid is being amortized every year.

Note 36: Employee Benefit Option

a) The Company has taken Group Gratuity Policy issued by the Kotak Mahindra Old Mutual Fund Life Insurance Ltd., Which is a defined benefit Plan.

b) Assumptions:

INR in Lakh

Particulars	2023-24	2022-23
(b) amount of expenditure incurred	0.07	0.07
(c) shortfall at the end of the year	0.07	0.07
(d) total of previous years shortfall	0.05	0.06

c) Table Showing Change in Benefit Obligation:

INR in Lakh

Particulars	2023-24	2022-23
Liability at the beginning of the Period	49.51	43.81
Interest Cost	3.50	3.18
Current Service Cost	5.51	5.12
Benefit Paid from fund	-8.03	.00
Benefit Paid by company	.00	-.86
Actuarial (gain)/loss on obligation	1.31	-1.74
Excess Provision Written Back		
Liability at the end of the Period	51.81	49.51

d) Table of Fair value of Plan Assets:

INR in Lakh

Particulars	2023-24	2022-23
Fair Value of Plan Assets at the beginning of the Period	42.39	43.61
Expected Return on Plan Assets	3.17	3.16
Contributions	.00	.35
Benefit Paid	-8.03	-.86
Actuarial gain/(loss) on Plan Assets	7.68	-3.86
Fair Value of Plan Assets at the end of the Period	45.21	42.39
Total Actuarial Gain/(Loss) to be Recognized	-6.38	2.12

e) Actual Return on Plant Assets:

INR in Lakh

Particulars	2023-24	2022-23
Expected Return on Plan Assets	3.17	3.16
Actuarial gain/(loss) on Plan Assets	7.68	-3.86
Actual Return on Plan Assets	10.85	-.70

f) Amount Recognised in the Balance Sheet:

INR in Lakh

Particulars	2023-24	2022-23
Liability at the end of the Period	-51.81	-49.51
Fair Value of Plan Assets at the end of the Period	45.21	42.39
Funded Status (Surplus/ (Deficit))	-6.59	-7.12
Amount Recognised in the Balance Sheet	-6.59	-7.12

g) Expenses Recognised in the Income Statement:

INR in Lakh

Particulars	2023-24	2022-23
Current Service Cost	5.51	5.12
Interest Cost	0.33	0.01
Expected Return on Plan Assets	0.00	0.00
Net Actuarial (Gain)/Loss To be recognized	-6.38	2.12
Expense recognized in P&L	-0.53	7.26

h) Amount Recognised in the Balance Sheet:

INR in Lakh

Particulars	2023-24	2022-23
Opening net Liability	7.12	.21
Expense as above	-.53	7.26
Employers Contribution paid	.00	-.35
Closing net Liability	6.59	7.12

Note 37: Value of export calculated on CIF Basis

INR in Lakh

Particulars	2023-24	2022-23
Value of export calculated on CIF Basis	1508.37	872.90

Note 38: Expenditure in foreign currency for purchase

INR in Lakh

Particulars	2023-24	2022-23
Expenditure in foreign currency for purchase	0.00	0.00

Note 39: Raw Material Consumption

INR in Lakh

Particulars	2023-24		2022-23	
Raw material Indigenous	100.00%	27110.25	100.00%	28059.77
Raw material Import	0.00%	.00	0.00%	.00
Stores and spare indigenous	100%	111.27	100%	72.99

Note 40: Contingent liabilities

a) Claims Against the company/ disputed liabilities not acknowledges as debts.

Particulars	Nature of Dues	Period	Amount (INR in Lakh)
CGST Act, 2017	Disallowance of Input Tax Credit	F.Y. 2018-19 & 2019-20	84.96

The order was passed by the Add. Commissioner CGST on April 23, 2024 and the company is in process of filling the appeal before the Commissioner (Appeals), CGST, Indore within prescribed time limit.

b) Contingent liability in respect of Bank Guarantees given by Bank - Nil Previous year - Nil.

c) Contingent liability in respect of Bills discounted INR 479.16 Lakh if any not provided for (Previous year INR 924.36 Lakh)

Note 41: SEGMENT INFORMATION

INR in Lakh

Particulars	As on 31-03-2024				
	Wire	Cable/ conductor	Accessories	Unallocable	Total
Segment Revenue	25998.96	6369.89	1543.87	.00	33912.72
External Revenue	187.72	.00	.00	49.22	236.94
Revenue Expenditure (B)	25311.80	5871.53	1280.75	231.35	32695.43
Segment Result	874.88	498.36	263.12	-182.13	1454.22
Unallocated Income	.00	.00	.00	.00	.00
Less: -Unallocated Expenses	.00	.00	.00	.00	.00
Other Expenses	.00	.00	.00	.00	.00
Add: - Prior Period Income/Expenses	.00	.00	.00	.00	.00
Profit & Loss Before Tax	874.88	498.36	263.12	-182.13	1454.22
Less: - Provision of Income Tax	.00	.00	.00	-327.09	-327.09
Less: - Provision of Deferred Tax	.00	.00	.00	-85.38	-85.38
Profit & Loss after Tax	.00	.00	.00	.70	.70
Segment Assets	6440.17	664.00	509.39	4352.58	11966.13
Segment Liabilities	6653.04	243.37	16.96	520.85	7434.22
Segment Capital Expenditure	.00	.00	.00	.00	.00
Segment Depreciation	528.03	4.23	33.87	.00	566.13

Note 41: SEGMENT INFORMATION (Continued)

INR in Lakh

Particulars	As on 31-03-2023				
	Wire	Cable/ conductor	Accessories	Unallocable	Total
Segment Revenue	31015.31	1856.53	311.11	.00	33182.94
External Revenue	210.15	.00		.00	210.15
Revenue Expenditure (B)	30339.65	1826.37	237.24	160.32	32563.57
Segment Result	885.81	30.16	73.86	-160.32	829.52
Unallocated Income	.00	.00	.00	.00	
Less: -Unallocated Expenses	.00	.00	.00	.00	.00
Other Expenses	.00	.00	.00	.00	.00
Add: - Prior Period Income/Expenses	.00	.00	.00	.00	.00
Profit & Loss Before Tax	885.81	30.16	73.86	-160.32	829.52
Less: - Provision of Income Tax				-139.60	-139.60
Less: - Provision of Deferred Tax				-23.42	-23.42
Profit & Loss after Tax				-6.17	-6.17
Segment Assets	14212.34	429.34	298.76	117.81	15058.25
Segment Liabilities	11087.15	13.31	194.93	273.40	11568.80
Segment Capital Expenditure	.00	.00	.00	.00	.00
Segment Depreciation	378.45	6.53	15.62	.00	400.60

Note 42: RELATED PARTY DISCLOSURE

INR in Lakh

a) Names of Related Parties and Related Party Relationship

I	Key Management Person	Relation
(i)	Mr. Sunil Kataria	Key Managerial Person
(ii)	Mr Arun Kataria	Key Managerial Person
(ii)	Mr Anoop Kataria	Key Managerial Person
II	Name of Related Party	Relation
(i)	Mr Yash Kataria	Relative of Key Managerial Person
(ii)	Smt Rakhi Kataria	Relative of Key Managerial Person
	Mr Madanlal Kataria	Relative of Key Managerial Person
III	Concerns in which KMP are interested	
(ii)	Utkarsh Land Devlopers Ltd	
(iv)	Ratlam Wires Pvt.Ltd. Loan	
(vi)	Sonic Fiscal Services Pvt.Ltd.	
(vii)	Shree Jalaram Metal Pvt Ltd	
(ix)	D.P.Industries	
(x)	Seth Dulchand Pannalal Kataria Paramthik Trust	

b) The details of the related party transactions entered into by the Company

Particulars	31st March 2024	31st March 2023
Capital Transactions		
Fixed Assets Purchased		
Kataria Wires Pvt Ltd	.00	.00
DP Industries	.00	84.37
Revenue Transactions		
Sales		
Kataria Wires Pvt Ltd	.00	763.58
Ratlam Wires Pvt.Ltd.	1.90	371.70
Interest Received		
Job Work Charges Received		
Kataria Wires Pvt Ltd	.00	1.79
Ratlam Wires Pvt.Ltd.	229.17	80.25
Interest Paid		
Ratlam Wires Pvt.Ltd.	27.76	96.33
Utkarsh Land Developers Ltd	2.12	8.06
Shree Jalaram Metal Pvt Ltd	4.65	17.74
Sonic Fiscal Services Pvt.Ltd	.00	.19
Purchases		
Ratlam Wires Pvt.Ltd.	219.61	16.52
Salary paid		
Mr Madanlal Kataria	18.00	18.00
Mr Arun Kataria	18.00	18.00
Smt Rakhi Kataria	12.60	19.23
Mr Yash Kataria	16.80	9.10
Mr Anoop Kataria	15.00	14.40
CSR Activity		
Seth Dulchand Pannalal Kataria Paramthik Trust	7.15	.00
Loan Taken (Balance Outstanding)		
Utkarsh Land Developers Ltd	.00	141.52
Ratlam Wires Pvt.Ltd. Loan	(40.99)	270.19
Shree Jalaram Metal Pvt Ltd	.00	311.58
Loan Taken		
Ratlam Wires Pvt.Ltd. Loan	4984.27	4976.85
Loan Repaid		
Ratlam Wires Pvt.Ltd. Loan	5666.86	5963.46
Utkarsh Land Developers Ltd	144.07	.00
Shree Jalaram Metal Pvt Ltd	317.17	.00

Note 43: OTHER DISCLOSURES

- a) In the opinion of the Board, all assets other than Property, Plant and Equipment, intangible assets and non-current investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.
- b) No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the Rules made thereunder.
- c) The Company has not been declared willful defaulter by any bank or financial institution or other lender.
- d) The Company does not have any transactions with any company struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- e) The Company has complied the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- f) No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the current as well as the previous year.
- g) (i) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
(ii) The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall: (i) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- h) The Company does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- i) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year as well as in the previous financial year.
- j) The Company has not made any contribution to any political party during the current financial year as well as in the previous financial year.
- k) Loans or Advances - additional disclosures
 - (i) Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person;
 - repayable on demand
 - without specifying any terms or period of repayment
 - (ii)

Type of Borrower	31st March 2024		31st March 2023	
	Amount of loan or advance in the nature of loan outstanding	% to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	% to the total Loans and Advances in the nature of loans
Promoters	0	0.00%	0	0.00%
Directors	0	0.00%	0	0.00%
Key Managerial Persons	0	0.00%	0	0.00%
Related Parties	-	100%	-	100%

- l) The Company has taken borrowings from banks or financial institutions on the basis of security of current assets and is regular in submitting the quarterly returns or statements of current assets with banks or financial institutions. These statements are in agreement with the books of accounts, except for the cases reported below:

INR in Lakh

Name of Bank	Particular of Securities Provided	Quarter	Amount as per Books of Accounts	Amount as reported in Quarterly returns or statements	Difference
HDFC Bank, ICICI Bank	Stock	Q1	1391.45	1391.45	.00
HDFC Bank, ICICI Bank	Book Debts (90 days)	Q1	5797.61	5797.61	.00
HDFC Bank, ICICI Bank	Stock	Q2	2277.91	2277.91	.00
HDFC Bank, ICICI Bank	Book Debts (90 days)	Q2	3714.25	3716.81	-2.56
HDFC Bank, ICICI Bank	Stock	Q3	2483.37	2401.24	82.13
HDFC Bank, ICICI Bank	Book Debts (90 days)	Q3	3594.34	3671.15	-76.81
HDFC Bank, ICICI Bank	Stock	Q4	1462.53	1421.41	41.12
HDFC Bank, ICICI Bank	Book Debts (90 days)	Q4	3225.66	3701.10	-475.45

Reason and Reconciliation of Difference

Difference in Book Debts is mainly due to non-adjustment of credit balances appearing in separate accounts of same debtors before submission of quarterly statement to the banks.

m) All the charges or satisfaction have been registered by the company with the Registrar of companies, except for the following cases

Name of Bank	Amount of Borrowing	Date of Charge Creation / Satisfaction	Reason for non-registration / satisfaction
-	-	-	-

n) Analytical Ratios

Ratio	Formula	31-Mar-24 Ratio	31-Mar-23 Ratio	Variation	Reason
(i) Current Ratio	Current Assets / Current Liabilities	1.13	1.38	-0.18	Decrease in current assets
(ii) Debt Equity Ratio	Total Debt / Shareholders Equity	1.40	3.07	-0.54	Decrease in Debt
(iii) Debt Service Coverage Ratio	Earnings available for debt service / Debt Service	2.57	1.51	0.70	Increase in EBIT
(iv) Return on Equity (ROE)	Net Profits after taxes – Preference Dividend / Average Shareholder's Equity	0.26	0.21	0.24	Increase in Profitability
(v) Inventory Turnover Ratio	Sales / Closing Inventory	23.19	8.83	1.63	Increase in Inventory
(vi) Trade receivables turnover ratio	Sales / Closing trade receivables	8.33	6.15	0.35	Decrease in credit period
(vii) Trade payables turnover ratio	Purchases / Trade Payables	81.41	105.23	-0.23	Decrease in Trade Payables
(viii) Net capital turnover ratio	Net Sales / Average Working Capital	38.57	10.75	2.59	Due to decrease in working capital requirement
(ix) Net profit ratio	Net profit after tax/ Net Sales	0.03	0.02	0.54	Increase in Profitability
(x) Return on capital employed	Earnings before interest and taxes / Capital Employed	0.44	0.26	0.68	Increase in Profitability
(xi) Return on investment	Income from investment / Cost of Investment	0.00	0.00	0.00	No Investment in Shares or other Securities.

Note 44:

Previous year figures have been regrouped / reclassified, wherever considered necessary.

Significant accounting policies & notes forming part of financial statements (I & II)
As per our report of even date attached.

FOR P. D. Nagar & Co
Chartered Accountants
FRN 001231C

(CA. P.D. Nagar)
Proprietor
M.NO. 8627
UDIN: 24008627BKELTU3090

Place: Indore Date: 21-05-2024

For and on behalf of Board
For, Kataria Industries Limited

Arun Kataria
Managing Director
DIN: 00088999

Anoop Kataria
Whole-Time Director & CFO
DIN: 06527758

Place: Ratlam
Date: 21-05-2024

Priyanka Bakhtyarpuri
Company Secretary

20TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twentieth (20th) Annual General Meeting (AGM) of the Members of Kataria Industries Limited (Earlier Known as Kataria Industries Private Limited) will be held on Monday, September 30, 2024 at 11:00 A.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESSES:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**.

"RESOLVED THAT the audited standalone financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint a Director in place of Mr. Arun Kataria (DIN: 00088999), Managing Director who retires by rotation and being eligible, seeks re-appointment.

Explanation: Based on the terms of appointment, executive directors and non-executive directors are subject to retirement by rotation. Mr. Arun Kataria (DIN: 00088999), Managing Director of the company, who was appointed as Managing Director for the current term, and is the longest-serving member on the Board, retires by rotation and, being eligible, seeks re-appointment.

To the extent that Mr. Arun Kataria (DIN: 00088999), Managing Director of the company is required to retire by rotation, he would need to be reappointed as such. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution**:

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the re-appointment of Mr. Arun Kataria (DIN: 00088999) as such, to the extent that he is required to retire by rotation."

3. To Appoint M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C) of Statutory Auditor and to fix their remuneration.

Explanation: Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with rules made thereunder, M/s. P.D. Nagar & Co., Chartered Accountant, Indore (MP), (FRN: 00123C), were appointed as Statutory Auditors of the Company to hold office till conclusion of the 20th Annual General Meeting (AGM) of the company to be held in the calendar year 2024 whose period of office would expire on the conclusion of ensuing 20th Annual General Meeting.

Registered office:

34-38 and 44, Industrial Area, Ratlam,
Ratlam, Madhya Pradesh, India, 457001

Date: September 05, 2024

Place: Ratlam

Important Notes:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Act and the rules made thereunder on account of the threat posed by COVID-19", General Circular no. 20/2020, 02/2021, 21/2021, 02/2022, 10/2022, 11/2022 and 09/2023 dated May 5, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively in relation to "Clarification on holding of AGM through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") and The Securities and Exchange Board of India

In terms of provision of Section 139(2) of the Companies Act, 2013, no listed company or a company belonging to such class or classes of companies as may be prescribed, shall appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. Therefore, the board of directors hereby recommends an appointment of M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C) as statutory auditor of the company from the conclusion of ensuing AGM till the conclusion of 25th AGM to be held for the financial year 2028-29 at such remuneration and at such terms & conditions as may be agreed upon by them. Further, the company has received a consent and eligibility certificate under section 139 of Companies Act, 2013 from the said auditor to the effect that, if they are re-appointed, it would be in accordance with the provisions of section 139 of Companies Act, 2013.

It is further informed that the Audit Committee of the Board and Board of Directors have recommended their appointment. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Audit Committee, M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C) be and is hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of 20th (Twentieth) Annual General Meeting till the conclusion of 25th (Twenty Fifth) Annual General Meeting to be held for the financial year 2028-29 at such remuneration (excluding out of pocket expenses and reimbursement of expenses, if any) as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

SPECIAL BUSINESS:

4. To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2024-25 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013:

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to M/s. Ritu & Co., Cost Accountant (having Firm Registration No. 001805) appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year 2024-25 amounting to INR 70,000/- plus applicable tax, travelling and other out-of-pocket expenses incurred by them in connection with the aforesaid audit, be and is hereby ratified and confirmed."

By order of the Board of Directors
For, **KATARIA INDUSTRIES LIMITED**
CIN: U27300MP2004PLC029530

Arun Kataria
Managing Director
DIN: 00088999

("SEBI") also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (hereinafter together referred as "Circulars"), has permitted the Companies to conduct the AGM through VC/OAVM and the requirement of Regulation 44(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations") is dispensed with temporarily. In

- compliance with these Circulars, the AGM of the Company is being conducted through VC/OAVM facility, which does not require the physical presence of members at a common venue. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 14 and available at the Company's website www.katariaindustries.co.in. The deemed venue for the AGM shall be the Registered Office of the Company. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 3 and 4 of the Notice, is annexed hereto.
 3. Since this AGM is being held pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
 4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
 5. The relevant details, pursuant to Regulations 36(3) of the SEBI Listing Regulations and Secretarial Standard II on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this Annual General Meeting ("AGM") is also annexed.
 6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 7. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to csanandlavingia@gmail.com with copies marked to the Company at cs@katariagroup.co.in and to National Securities Depository Limited (NSDL) at evoting@nsdl.com
 8. In line with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020 read with Circular dated January 15, 2021, the Notice of AGM along with Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2023-24 has been uploaded on the website of the Company at www.katariaindustries.co.in. The Notice can also be accessed from the websites of the Stock Exchange i.e. NSE at www.nseindia.com and the AGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com.
 9. In case of joint holders attending the AGM together, only holder whose name appearing first will be entitled to vote.
 10. Members seeking any information with regard to the accounts or any matter to be placed at the AGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name demat account number/folio number, email id, mobile number at cs@katariagroup.co.in on or before September 22, 2024 so as to enable the management to keep the information ready. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
 11. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below;
 - (a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@katariagroup.co.in.
 - (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@katariagroup.co.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
 - (c) Alternatively, member may send an e-mail request to evoting@nsdl.com for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
 12. Members are requested to intimate changes, if any, pertaining to their demographic details, to their DPs in case the shares are held in electronic form.
 13. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members can contact their DP.
- 14. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS AND PARTICIPATING AT THE ANNUAL GENERAL MEETING THROUGH VC/OAVM:**
- i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the MCA dated April 8, 2020, April 13, 2020, May 5, 2020 and SEBI Circular dated May 12, 2020, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL, as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by NSDL.
 - ii. There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Monday, September 23, 2024, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
 - iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Monday, September 23, 2024, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
 - iv. The remote e-voting will commence on 9:00 A.M. on Thursday, September 26, 2024 and will end on 5:00 P.M. on Sunday, September 29, 2024. During this period, the members of the Company holding shares as on the Cut-off date i.e. Monday, September 23, 2024 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
 - v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
 - vi. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Monday, September 23, 2024.
 - vii. The Company has appointed M/s. ALAP & CO. LLP, Practicing Company Secretaries (FRN: L2023GJ013900), to act as the Scrutinizer for remote e-voting as well as the e-voting on the date of the AGM, in a fair and transparent manner.

REMOTE E-VOTING AND JOINING GENERAL MEETING

The remote e-voting period begins on Thursday, September 26, 2024 at 09:00 A.M. and ends on Sunday, September 29, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, September 23, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2024.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

NSDL Mobile App is available on



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



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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Your User ID is: Demat (NSDL or CDSL) or Physical

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
- Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

GENERAL GUIDELINES FOR SHAREHOLDERS

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csanandlavingia@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to at.evoting@nsdl.com

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

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@katariagroup.co.in.
- In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@katariagroup.co.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

CONTACT DETAILS

Company	KATARIA INDUSTRIES LIMITED 34-38 and 44, Industrial Area, Ratlam, Ratlam, Madhya Pradesh, India,457001 Tel No.: +91 7412 299407, +91 7412 261012; Email: cs@katariagroup.co.in ; Web: www.katariaindustries.co.in
Registrar and Transfer Agent	BIGSHARE SERVICES PRIVATE LIMITED Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093 Tel No.: +91 22 6263 8200; Email: investor@bigshareonline.com
E-Voting Agency & VC / OAVM	Email: evoting@nsdl.com NSDL help desk 1800 1020 990 and 1800 22 44 30
Scrutinizer	M/s. ALAP & CO. LLP, Practicing Company Secretaries - Mr. Anand S Lavingia Email: csanandlavingia@gmail.com ; Tel No.: +91 79 3578 9144



EXPLANATORY STATEMENT

(pursuant to Section 102 (1) of the Companies Act, 2013 and pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the accompanying Notice dated September 05, 2024)

Item No. 3: To Appoint M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C) of Statutory Auditor and to fix their remuneration – Ordinary Resolution

As per the provisions of Companies Act, 2013 (hereinafter referred to as “the Act”) and the relevant Rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), no listed company or a company belonging to such class or classes of companies as may be prescribed, shall appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with rules made thereunder, M/s. P.D. Nagar & Co., Chartered Accountant, Indore (MP), (FRN: 00123C), were appointed as Statutory Auditors of the Company to hold office till conclusion of the 20th Annual General Meeting (AGM) of the company to be held in the calendar year 2024 whose period of office would expire on the conclusion of ensuing 20th Annual General Meeting. They can not be re-appointed as per the provisions of Companies Act, 2013.

The company has received a consent and eligibility certificate under section 139 of Companies Act, 2013 from the M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C) to the effect that, if they are appointed, it would be in accordance with the provisions of section 139 of Companies Act, 2013. Therefore, the board of directors, based on the recommendation of an audit committee, recommends an appointment of M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C) as statutory auditor of the company for term of five consecutive years commencing from the conclusion of 20th Annual General Meeting till the conclusion of 25th Annual General Meeting

M/s. Ashok Kumar Agrawal & Associates, Chartered Accountant, Indore (MP), (FRN: 022522C) shall act as statutory auditor of the company from the conclusion of ensuing AGM till the conclusion of 25th AGM to be held for the financial year 2028-29 at such remuneration and at such terms & conditions as may be agreed upon by them.

Additional information about Statutory Auditors pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) is provided.

Details	Particulars
Proposed Fees payable to the Statutory Auditors	Up to INR 1.50 lakh per year from the financial year 2024-25 with authority to the Board to revise during the tenure of five (5) years, if required.
Terms of Appointment	For a term of five (5) consecutive years from the conclusion of 20 th AGM till the conclusion of 25 th AGM of the Company.
Basis of recommendation for appointment including the details in relation to and credentials of the Statutory Auditor(s) proposed to be appointed	M/s. Ashok Kumar Agrawal & Associates is the Proprietary Concern of CA Ashok Agrawal. Mr. Ashok Agrawal is a Fellow Chartered Accountant and Master in Commerce. He also completed Diploma in Information Systems Audit (ICAI) in the year 2003. He has started his practice in partnership with M/s Gupta & Ashok (FRN 002254C) 10-Apr-1984 to 31-Oct-2023. holds an experience of 40 (Forty) years in his filed. He started his Proprietary Concern in February, 2017. He holds an experience Auditing, Incorporation services, Income tax law, Consultancy services, Representation services - Handling appellate and assessment proceedings, Compliance services - Income tax and TDS Returns filing, Goods and services tax law, Conversion of GAAP based financials into Ind AS compliant financials etc.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested financially or otherwise in this resolution set out at Item no. 3 of the Notice.

The Board accordingly recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

Item No. 4: Ratification of Remuneration to the Cost Auditor for the Financial Year 2024-25 – Ordinary Resolution

In accordance with the provisions of Companies (Cost Records and Audit) Rules, 2014, the Company is required to get its Cost Records audited from a qualified Cost Accountant. The Board of Directors at its meeting held on September 05, 2024, on the recommendation of Audit Committee, approved the appointment and remuneration of M/s. Ritu & Co., Cost Accountant (having Firm Registration No. 001805), to conduct the audit of the cost records of the Company for the financial year 2024-25.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is to be ratified by the Members of the Company.

Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditor for the financial year 2024-25 as set out in the resolution for aforesaid services to be rendered by them.

The Board of Directors recommends the resolution at Item No. 4 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise in the resolution at Item No. 4 of this Notice.

Registered office:

34-38 and 44, Industrial Area, Ratlam,
Ratlam, Madhya Pradesh, India, 457001

By order of the Board of Directors
For, **KATARIA INDUSTRIES LIMITED**
CIN: U27300MP2004PLC029530

Date: September 05, 2024
Place: Ratlam

Arun Kataria
Managing Director
DIN: 00088999

SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015
AND SECRETARIAL STANDARDS-II ISSUED BY ICSI FOR ITEM NO. 2:

Name	Mr. Arun Kataria
Date of Birth	December 16, 1981
Qualification	Master of Commerce
Experience - Expertise in specific functional areas - Job profile and suitability	Arun Kataria aged 42 years, is Promoter and Managing Director of the company. He has completed his Commerce Graduation and also cleared M.Com. from Vikram University, Ujjain in 2004. He is associated with our company as a Managing Director from May 2004. He is having expertise over financial management, marketing and export and strategic planning. At present he looks after the domestic and international market, automation of production process, quality control business operation and management of our company. He is having experience of more than 19 years in the management of manufacturing company. He looks after overall marketing, production and financial management of the company.
No. of Shares held as on March 31, 2024	28,00,000 Equity Shares
Terms & Conditions	There is no change or modifications in the Terms and Conditions.
Remuneration Last Drawn	Rupees 18.00 Lakhs
Remuneration sought to be paid	There is no change or modifications in the Terms and Conditions.
Number of Board Meetings attended during the Financial Year 2023-24	19 out of 19
Date of Original Appointment	May 11, 2004
Date of Appointment in current terms	December 26, 2023
Directorships held in public companies including deemed public companies	Nil
Memberships / Chairmanships of committees of public companies*	Nil
Inter-se Relationship with other Directors	Not Applicable


* Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

Registered office:
34-38 and 44, Industrial Area, Ratlam,
Ratlam, Madhya Pradesh, India,457001

By order of the Board of Directors
For, **KATARIA INDUSTRIES LIMITED**
CIN: U27300MP2004PLC029530

Date: September 05, 2024
Place: Ratlam

Arun Kataria
Managing Director
DIN: 00088999



Credibility In Manufacturing & Reinforced Strength In Application!



KATARIA
TENASYO
Wired for Excellence

Kataria Industries Limited

📍 34 – 38 & 44 Industrial Area, Ratlam (MP) – 457001 – INDIA

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