

33rd
Annual Report
For the year ended
31st March, 2019



ASHIRWAD STEELS
&
INDUSTRIES LIMITED

BOARD OF DIRECTORS	Mr. Lalit Kishore Choudhury, Chairman & Independent Director Mr. Dalbir Chhibbar, Managing Director Mrs. Sushma Chhibbar, Director Mr. Vishesh Chhibbar, Director Mr. Puranmal Agarwal, Director Mr. Neeraj Chhabra, Independent Director
STATUTORY AUDITORS	M/s. M. R. Singhwi & Company, Chartered Accountants 4/A, Metcalfe Street, 3rd Floor, Kolkata – 700013.
BANKERS	CITIBANK, N.A., Kolkata, HDFC Bank Ltd., Kolkata State Bank of India, Jamshedpur and Nalgonda (A.P.) Corporation Bank, Raigarh, Chhattisgarh.
COMPLIANCE OFFICER	Mr. Vishesh Chhibbar Email: ashirwadsteels@gmail.com
AUDIT COMMITTEE MEMBERS	Mr. Lalit Kishore Choudhury, Independent Director Mr. Neeraj Chhabra, Independent Director Mr. Puranmal Agarwal, Director
NOMINATION & REMUNERATION COMMITTEE MEMBERS	Mr. Neeraj Chhabra, Independent Director Mr. Lalit Kishore Choudhury, Independent Director Mr. Vishesh Chhibbar, Director
STAKEHOLDERS RELATIONSHIP COMMITTEE	Mr. Lalit Kishore Choudhury, (Chairman) E-mail: lkchoudhury@gmail.com Mr. Vishesh Chhibbar (Director) E-mail : ashirwadsteels@gmail.com Mr. Puranmal Agarwal (Director) Email: ashirwadsteels@gmail.com
REGISTERED & HEAD OFFICE	6, Waterloo Street, 5th Floor, Suite No.506, Kolkata - 700 069, West Bengal Phone: 091-033-22430372/76 E-mail: ashirwadsteels@gmail.com Website: www.ashirwadsteels.com
COMPANY'S CORPORATE IDENTIFICATION NUMBER (CIN)	L51909WB1986PLCO40201
WORKS	
SPONGE IRON PLANT:	1. Plot Nos. A1,A3,A5,A7, Phase-V, Adityapur Industrial Area, Ghamaria Jamshedpur-832108, Jharkhand.
HYDROCARBON GAS BOTTLING PLANTS :	2. Uluberia Industrial Growth Centre, Uluberia, Howrah-711315, West Bengal 3. Village: Kisnapur Near Urdana Check Post Raigarh- 496001, Chhattisgarh.
REGISTRARS & TRANSFER AGENTS:	Niche Technologies Pvt. Ltd. 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700017 Ph.No. 91-033-22806616/17/18 telefax: 91-033-22806619 E-mail: nichetechpl@nichetechpl.com

ASHIRWAD STEELS & INDUSTRIES LTD.

6, Waterloo Street, 5th Floor, Suite No.506, Kolkata - 700 069, West Bengal

CIN : L51909WB1986PLCO40201

NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the Company will be held on Tuesday, the 17th September, 2019, at the Registered Office of the Company at 6, Waterloo Street, 5th Floor, Suite No.506, Kolkata-700 069 at 11.00 AM for the following purposes :-

ORDINARY BUSINESS :

- 1. To receive, consider and adopt the Directors' Report and the Audited financial statements of the company for the financial year ended 31.03.2019 along with Auditor's Report thereon and accordingly to consider adoption of the following Resolution as an Ordinary Resolution:**

"Resolved that the audited financial statements of the company for the year ended 31st March, 2019, including Balance Sheet as at 31st March 2019, the Profit & Loss Account, statement of changes in equity and Cash Flow Statement for the financial year ended 31st March, 2019 together with the Reports of the Auditors of the Company thereon, be and the same are hereby taken on record and approved "

- 2. To re-appoint Director, Mrs. Sushma Chhibbar (DIN: 00550898) who retires by rotation at the ensuing Annual General Meeting and being eligible has offered herself for reappointment and accordingly to consider adoption of the following resolution, as an Ordinary Resolution:-**

"Resolved that Mrs. Sushma Chhibbar (DIN: 00550898), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the company."

SPECIAL BUSINESS :

- 3. To re-appoint Mr.Dalbir Chhibbar(DIN:00550703) as Managing Director**

And in this connection to consider and, if thought fit, to pass the following Resolutions collectively called as a Special Resolution:

"RESOLVED THAT pursuant to provisions of section 196, 197 and 203 read with schedule V and other applicable provisions and rules , if any, of the Companies Act 2013, (including any statutory modifications or re-enactment(s) thereof, for the time being in force); Mr. Dalbir Chhibbar (DIN:00550703) be and is hereby re-appointed as the Managing Director of the Company for a further period of 5 (five) years from the expiry of his present term, that is 17.05.2019 and thus for a period covering from 17.05.2019 to 16.05.2024 on the terms and conditions including remuneration, benefits and perquisites as recommended by the Nomination and Remuneration Committee and as approved by the Board with details as under :

A. REMUNERATION :

- a) Salary: Rs.2,50,000/- per month, which shall increase by 15% every year. However, Managing Director is at liberty to take lesser remuneration, if he so decides, considering the overall financial conditions / constraints of the Company.
- b) Perquisites, benefits and reimbursement of expenses: Shall be allowed in addition to salary which shall be as under :-
 - i. House Rent Allowance or Rent free accommodation whether furnished or unfurnished.
 - ii. Reimbursement of actual medical expenses incurred including cost of medicines, hospitalization, nursing home and surgical charges and including medical insurance premiums for self and family.
 - iii. Leave travel concession : Leave travel concessions once in a year in respect of self and family not exceeding two month's salary.
 - iv. Leave : Leave with full pay or encashment thereof as per rules of the Company for a maximum amount equal to one month's salary.
 - v. Club Fees : Payment of Club Fees and expenses subject to maximum of two clubs. This will not include admission and life membership fees.
 - vi. Gas, Electricity and Water at his residence on actual basis.
 - vii. Telephone at residence and/or mobile phone and internet charges, if any, including cost of telephone instruments / handsets.
 - viii. Motor Cars: Provision of Company maintained maximum three motor cars with Driver.

- ix. Personal Accident Insurance: Personal Accident Policy of such amount as may be decided by the Board of Directors, premium of which shall not exceed Rs.1,00,000/- per annum.
- x. Gratuity: Gratuity at the rate of half month's salary for each year of completed service and the same shall be payable to him from the date of his first appointment as Managing Director of the Company.
- xi. He shall also be entitled to reimbursement of reasonable entertainment expenses incurred for the business of the Company and expenses for travelling, boarding and lodging for spouse and attendant(s) during business trips.
- xii. Other Benefits and remuneration (not covered above): Subject to overall ceiling on remuneration mentioned herebelow and as specified under the provisions and rules of the Companies Act, 2013 as applicable and effective from time to time. The Managing Director may be given other remuneration, bonus, share in profits, commission, allowances, benefits and perquisites as the Board of Directors may from time to time decide.
- xiii. As per Article number 86a of the Articles of Association of the Company, Shri Dalbir Chhibbar, shall not be liable to retire by rotation.
- xiv. The aforesaid perquisites and allowances shall be evaluated, wherever applicable, as per the provisions and rules of Income Tax Act, 1961 and in the absence of any such provisions and rules; the perquisites and allowances shall be evaluated at the actual cost.

B. OVERALL REMUNERATION :

The aggregate of salary, remuneration and perquisites etc. as above for any financial year shall not exceed the limits prescribed from time to time under section 197 and 198 of Companies Act, 2013 read with Schedule V to the said act as may be in force for the time being and/or any other applicable law, if any.

C. MINIMUM REMUNERATION :

In the event of loss, absence or inadequacy of profit in any financial year during the currency of tenure of Mr. Dalbir Chhibbar as Managing Director, the remuneration aforesaid shall be such amount as prescribed under the applicable provisions and rules of Company's Act, 2013 and/or any other applicable law, if any.

“RESOLVED FURTHER THAT pursuant to Section II of Part II of Schedule V and other applicable provisions of the Act, if any, the Board be and is hereby authorized to pay Mr. Dalbir Chhibbar, Managing Director of the company, the remuneration specified supra, as minimum remuneration in case the Company has no profits or its profits are inadequate during any of the five financial years mentioned hereinabove and for the said purpose the Board be and is hereby authorized to approach the relevant authorities and obtain the necessary approvals as and when necessary.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to increase, vary, amend the remuneration within the overall ceiling as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time or such other remuneration as may be approved by the Board in case the Company does not have any profits or has inadequate profits and also other terms of appointment as deemed expedient or necessary during the tenure mentioned hereinabove as may be prescribed by the authorities giving their sanction or approval, if any.”

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

4. To appoint Mr. Neeraj Chhabra(DIN:07256565) as Independent Director

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Neeraj Chhabra (DIN:07256565), who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and whose appointment has also been recommended by the company's 'Nomination and Remuneration Committee', be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, being for the period from 18.01.2019 to 17.01.2024”

5. To re-appoint Mr. Lalit Kishore Choudhury (DIN:00064874) as Independent Director to consider and, if thought fit to Pass, the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force); Mr. Lalit Kishore Choudhury (DIN:00064874), in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of independent Director, and whose reappointment has also been recommended by the Company’s Nomination and Remuneration Committee; be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for another term of 5 (five) consecutive years on the Board of Directors of the Company with effect from 28.03.2019 and his extended term of Directorship shall expire on 27.03.2024.”

**By Order of the Board
Ashirwad Steels & Industries Ltd.**

Place: Kolkata
Dated: 29th May, 2019
Regd. Office: 6, Waterloo Street,
5th floor, Suite No.506,
Kolkata- 700 069.

**Vishesh Chhibbar
Director (DIN 03553892)**

NOTES : (Forming part of Notice convening the said 33rd Annual General Meeting):

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting in respect of item No 4 to 6 is annexed hereto and forms part of notice.
2. A member entitled to attend and vote at the meeting, is entitled to appoint a proxy/proxies to attend and vote, instead of himself/herself and such proxy need not be a member of the Company. The instrument of proxy should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. A proxy so appointed shall not have any right to speak at the meeting. The member can act as a proxy on behalf of members not exceeding (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. However, a member holding more than 10% of the share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other persons or shareholders. The appointment of proxy shall be in the Form No.MGT.11 pursuant to Section 105(6) and Rule 19(3) of the Company’s (Management and Administrative) Rules 2014.
3. The Register of Members of the Company and Share Transfer Books shall remain closed from Wednesday, the 11th September, 2019 to Tuesday, the 17th September, 2019 (both days inclusive) for the purpose of ascertaining the eligibility of members to cast votes on the resolutions and to attend the Annual General Meeting.
4. Shareholders/Proxies are requested to produce at the entrance of AGM venue the attached admission slip in Form No. MGT.11 duly completed and signed, for admission to the meeting place.
5. Members/Proxies are requested to bring their copy of the Attendance Slip to the Annual General Meeting.
6. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts, Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company or RTA namely M/s. Niche Technologies Pvt.Ltd., Kolkata. Pursuant to SEBI circular SEBI/HO/MIRSD/ DOP1/ CIR/P/2018/73 dated 20th April, 2018, as amended time to time, shareholders whose ledger folios do not have/has incomplete details with respect to PAN and Bank Account particulars are mandatorily required to furnish these details to the Issuer Company/RTA for registration in their respective folios and the Company has already sent a notice to this effect followed by two reminder letters requesting the members to furnish the above stated particulars to the Company or to RTA namely M/s. Niche Technologies Pvt. Ltd. Members who have not yet registered their e-mail addresses and whose ledger folios do not have/has incomplete details with respect to their PAN and Bank Account particulars are requested to register their e-mail addresses for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company/RTA electronically and also furnish complete details with respect to their PAN and Bank Account particulars to the company/RTA in their own interest.
7. Members are requested to send in their queries at least ten days in advance to the Company at the Registered Office of the Company to facilitate clarifications during the meeting.
8. Since the securities of the Company are compulsorily tradable in electronic form, to ensure better investor service and

elimination of risk of holding securities in physical form, it is requested that the members holding shares in physical form to get their shares dematerialized at the earliest.

9. The notice of the 33rd Annual General Meeting (AGM) along with the attendance slip and proxy form along with a copy of the Annual report is being sent by electronic mode to all members whose email address is registered with the company/ Depository participant(s) (DP)/RTA unless a member requests for a hard copy of the same. For members who have not registered their email address; physical copies of the aforesaid documents and reports are being sent by the permitted mode.
10. Members may also note that the Notice of 33rd Annual General Meeting (AGM) and annual report for the financial year ended 31st March, 2019 will be available at company's website, www.ashirwadsteels.com

11. VOTING THROUGH ELECTRONIC MEANS:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through E-Voting Services. The facility of casting the votes by the members using an electronic voting system ("remote e-voting") from a place other than venue of the AGM will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot papers on Ordinary Resolutions shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper/process. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again at AGM.
- III. **The process and manner for remote e-voting are as under:**
 - (i) The remote e-voting period commences on Saturday, the 14th September 2019 at 09.00 AM and ends on Monday, the 16th September 2019 at 05.00 PM. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the voting eligibility cut-off date of 10th September, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
 - (iii) Click on "Shareholders" tab.
 - (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID
 - b. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in dematerialized form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. e.g. if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	<p>Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format</p>
Bank Account Number	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or Company then please enter the member-id/ folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately click on “SUBMIT” tab.
 - (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 - (xi) Click on the EVSN for the relevant Company Name i.e. ASHIRWAD STEELS & INDUSTRIES LIMITED on which you choose to vote.
 - (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option “YES” or “NO” as desired. The option “YES” implies you assent to the Resolution and Option “NO” implies you dissent to the Resolution.
 - (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 - (xiv) After selecting the resolution, which you have decided to vote on; then click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “O.K.” else to change your vote, click on “CANCEL” and accordingly modify your vote.
 - (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - (xvi) You can also take out print of the voting done by you by clicking on “Click hereto print” option on the Voting Page.
 - (xvii) If Demat account holder has forgotten the existing password then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
 - (xviii) Shareholders can also cast their vote using CDSL’s mobile app :- “CDSL m-Voting” available for android based mobiles. The “CDSL m-voting” app can be downloaded from Google Play Store whereas iphone and Windows phone users can download the app from the App Store and Windows Phone Store respectively, this facility shall be available on or after Saturday, the 14th September, 2019 and upto Monday, the 16th September, 2019. Please follow the instructions as prompted by the mobile app while voting on your mobile.
 - (xix) Note for Institutional Shareholders & Custodians:
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The compliance users would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 1800 22 5533.
12. Institutional Members / Bodies Corporate (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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at ca.aksaraf@yahoo.co.in with a copy marked to helpdesk.evoting@cdslindia.com on or before Monday, the 16th September, 2019 by 5 P.M after which the vote may not be treated as valid. Those Body Corporates/Custodians shareholders/members who have submitted this Board Resolution in the previous year(s) are not required to resubmit the same unless there is change in authorized signatory(ies).

13. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the voting eligibility cut-off date of 10th September, 2019 a person who is not a member as on cut-off date should treat this notice for information purpose only.
14. The notice of Annual General Meeting and Annual report will be sent to those members whose names appear in the register of members / depositories as at closing hours of business on 12th July, 2019 being the cut-off date for this purpose.
15. The shareholders shall have one vote per equity share held by them as on the voting eligibility cut-off date of 10th September, 2019. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
16. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the voting eligibility cut-off date of 10th September,2019 for this purpose and not casting their vote electronically, may only cast their vote at the Annual General Meeting through Ballot Paper/Process.
17. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose E-mail address is registered with RTA/ Company and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
18. Investors who become members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the voting eligibility cut-off date i.e. 10th September,2019 are requested to send the written / email communication to the Company at ashirwadsteels@gmail.com by mentioning their Folio No. / DPID and Client ID to obtain the Login-ID and Password for e-voting. The Management/RTA will do their best to accommodate and execute such requests so that the Shareholder can participate in the e-voting which commences on Saturday, 14th September, 2019 and ends on Monday,16th September, 2019. Mr. Arvind Saraf, (Chartered Accountant having Certificate of Practice Number 056138; E-Mail :ca.aksaraf@yahoo.co.in) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting/polling at the AGM in a fair and transparent manner. The Scrutinizer will submit his consolidated Report after the conclusion of AGM on the total votes cast in favour or against the resolutions, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting on the day of AGM or the next day of the AGM after it is concluded or within such time as specified under the Companies Act, 2013 after taking into account the physicals votes cast by the members through Ballot Papers/Process attending the AGM and casting votes on ordinary resolutions as well as special resolutions as set out in this Notice during the AGM period.
19. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ashirwadsteels.com. The result will also be communicated to the listed stock exchanges viz. BSE Ltd. within 48 hours of the conclusion of the AGM or such time as permitted under the law.
20. **Annexure to Item No.2 of the ordinary business of this Notice:-**

A brief resume of the Director retiring by rotation and seeking re-appointment at the forthcoming Annual General Meeting is as under :-

Name of the Director	Mrs. Sushma Chhibbar (Non Executive Director)
Date of Birth	08.12.1962
Nationality	Indian
Date of First Appointment as Director in the Company	06.05.2006
Date of last Re-appointment as a Director by members in the AGM pursuant to provisions for retirement of director by rotation	18.09.2017
Qualification	Graduate

Shareholding in the Company (No. of Equity Shares held)	53000
List of Directorship held in other companies	1. Doyang Wood Products Limited 2. M K C Engineers Pvt. Ltd. 3. Chhibbar Business & Fiscals Pvt. Ltd. 4. Meghdoot Vyapaar Pvt. Ltd. 5. Punarvasu Vyapaar Pvt.. Ltd. 6. Sohini Suppliers Pvt.Ltd.
Relationship with other Directors inter-se and other informations.	Mrs. Sushma Chhibbar is the wife of Mr. Dalbir Chhibbar, the Managing Director of the Company and also mother of Mr. Vishesh Chhibbar, Director of the Company. She has working knowledge but no expertise in any specific functional areas and she is also not on board of any other listed company and nor is she member of any committee's of Ashirwad Steels & Industries Ltd or any other company.

21. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company between 12.00 p.m. to 3.00 p.m. on all working days before the date of Annual General Meeting.

Place: Kolkata
Dated: 29th May, 2019
Regd. Office: 6, Waterloo Street,
5th floor, Suite No.506,
Kolkata- 700 069.

**By Order of the Board
Ashirwad Steels & Industries Ltd.**

**Vishesh Chhibbar
Director (DIN 03553892)**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF COMPANIES ACT, 2013 (“THE ACT”)

(Forming Part of the Notice convening the 33rd AGM)

The following statement sets out all material facts relating to the Special Business mentioned in the notice:

Item No.3 Mr. Dalbir Chhibbar has been the Managing Director of the Company since the year 1994. He was reappointed as the Managing Director of the Company for a further period of five years by the Board in their meeting held on 28/03/2014 and his such reappointment was approved and ratified by the members in the 28th AGM held on 22/09/2014 and accordingly his extended term would have expired on 16/05/2019. However, considering that he is a well qualified person, has rich overall work experience of more than thirty years, has been one of the main promoters of the Company, his long association and fruitful service to the Company since the year 1990 and having performed his duties towards the Company diligently, sincerely and competently and on full time basis; the Board in it's meeting held on 18/01/2018, decided to reappoint him for a further period of five years beginning from 17.05.2019 and ending on 16.05.2024. His term of appointment, remuneration, benefits and perquisites etc have been set out in the Special Resolution. In view of what has been stated herein; your Board recommends his reappointment for a further period of five years and request you to consider and approve the same. Other than Mr. Dalbir Chhibbar, himself and his wife- Mrs. Sushma Chhibbar, Director of the Company and his son- Mr. Vishesh Chhibbar, Director of the Company; no other director/KMP and/or their relatives is considered concerned or interested, financially or otherwise, in the Special Resolution being proposed for consideration and approval. Mr. Dalbir Chhibbar is not disqualified in anyway to continue to act as the Managing Director of the company.

Item No.4 The Board has approved the appointment of Mr. Neeraj Chhabra as an Independent Director of the Company in their meeting held on 18/01/2019; for a period of five years being from 18/01/2019 to 17/01/2024, subject to approval and ratification by the members of the Company by passing a special resolution. Further, the Company has received a notice from a shareholder, under section 160 of the Companies Act, 2013 proposing his appointment as an Independent Director of the Company for five consecutive years. Mr. Neeraj Chhabra is a Qualified Chartered accountant and a knowledgeable and experienced person and meets the criteria and qualification as laid down for Independent Director in the Companies Act, 2013 and as such the Board had approved his appointment as the Independent Director of the company. Your Board

recommends his appointment and request you to consider and approve the special resolution appointing him as the Independent Director of the company for five years. Besides, Shri Neeraj Chhabra himself; no other director/KMP and or their relatives are deemed to be concerned or interested, financially or otherwise, in the proposed Special Resolution appointing him as Director of the Company.

Item No. 5 The Board has approved the appointment of Shri Lalit Kishore Choudhury as the Independent Director of the Company for a further period of five years in their meeting held on 18/01/2019 being for a period from 28.3.2019 to 27.3.2024, subject to approval and ratification by the members of the Company through a special resolution. Shri Lalit Kishore Choudhury is a qualified Chartered Accountant and has been associated with the Company as Independent Director for a period of five years since 28/03/2014 and accordingly his term would have expired on 27/03/2019. The Company has already received a notice from a shareholder under section 160 of the Companies Act, 2013 proposing his re-appointment as the Independent Director of the Company for a further period of five years beginning from 28/03/2019. Considering his professional qualification and more than 40 years experience in the field of Audit, Finance & Corporate Laws, Financial accounts as well as contributions made by him during his previous tenure and hence the continued association of Shri Lalit Kishore Choudhury would be beneficial to the Company and it is desirable to continue to avail his service for a further period of five years as Independent Director. It is to be also noted that he is also the new permanent Chairman of the company. Mr. Lalit Kishore Choudhury meets the criteria and qualifications as laid down for independent director in the companies act 2013.

Your Board recommends his reappointment as an independent director for a further period of five years and request you to consider and approve the same. Other than Shri Lalit Kishore Choudhury himself; none of the Directors/Key managerial Personnel of the Company and/or their relatives are in any way considered or deemed concerned or interested, financially or otherwise in the special resolution appointing him as the director.

Place: Kolkata
Dated: 29th May, 2019
Regd. Office: 6, Waterloo Street,
5th floor, Suite No.506,
Kolkata- 700 069.

**By Order of the Board
Ashirwad Steels & Industries Ltd.**

**Vishesh Chhibbar
Director (DIN 03553892)**

BOARD OF DIRECTORS' REPORT TO THE SHAREHOLDERS

Your Directors present their 33rd Annual Report on the business and operations of the Company and its Audited Statements of Accounts together with Auditors' Report for the financial year ended 31st March, 2019.

	Current year (31.03.2019) Rupees in Lakhs	Previous year (31.03.2018) Rupees in Lakhs
1. SUMMARY OF FINANCIAL RESULTS AND PERFORMANCE OF THE COMPANY:		
Income from Operations (Including other Income)	1750.05	2482.97
Profit before and also after exceptional and Extra-ordinary items and taxes	961.48	38.61
Less: Tax Expenses for the year	255.13	21.58
Add: Deferred Income Tax (Assets)	46.07	34.77
Net Profit for the year after tax	752.42	51.80
Add: Other Comprehensive income	42.71	-4.80
Total Comprehensive income (including Post Tax Profit for the year)	795.13	46.99

2. DIVIDEND:

Your Directors do not recommend any dividend for the year under review.

3. RESERVES

No amount has been transferred to the reserve by the Board during the year under review.

4. THE COMPANY'S WORKING/STATE OF AFFAIRS DURING THE FINANCIAL YEAR UNDER REVIEW

The Company's overall working performance during the financial year under review has not been satisfactory. The Company's Sponge Iron Plant located at Jamshedpur had to be shut down from April, 2018 onwards to carry out major augmentation of Pollution Control Equipments to comply with the advise/directions of the Pollution Control Board's Authorities. Such major exercise met with unforeseen difficulties, technical and otherwise and due to other reasons beyond the control of the Management including inordinate delayed supplies by the main equipment supplier; the installation of Pollution Control Equipments kept delaying and hence the Plant could resume manufacturing activities only in the last week of March, 2019. In view of above, the Plant during the year under review could produce only 439 M.T. of Sponge Iron. The total sales revenue of the Sponge Iron during the year was merely Rs.189.47 lacs net of taxes resulting in substantial operating losses.

As reported to you by the Board in it's previous year's Annual Report; the Company's Sponge Iron Plant at Dist. Nalgonda, Telengana, had been lying inoperative for the last few years as manufacturing operations were not remunerative/profitable due to reasons and circumstances beyond the control of the Management and as such the said Plant was incurring losses on account of fixed overheads and accordingly the Board in it's said report had felt and considered it prudent to dispose off the unit/undertaking.

During the current F.Y. 2018-19; the Board took necessary authorities, powers and consent from the Shareholders/ Members by passing a Special Resolution through the Postal Ballot Process (vide Postal Ballot Notice dated 25.06.2018) to dispose off the Company's manufacturing units/undertakings being the Sponge Iron Plant located at Dist. Nalgonda, Telengana, LPG Bottling Plant located at Uluberia, Howrah, West Bengal and also LPG Bottling Plant located at Raigarh, Chhattisgarh, in terms of compliance with the provisions of Sec.180 read with Sec.110 of the Companies Act, 2013, and other applicable rules of the said Act. Subsequently, the Company sold off it's Sponge Iron Plant, located at Dist. Nalgonda, Telengana, to M/s. MPL Steel Industries Pvt. Ltd. by way of slump sale on a going concern basis for a consideration value of Rupees Eighteen Crores by executing on 22.11.2018, a Business Transfer Agreement with the said Buyer Company. The said slump sale transaction was completed on 21.01.2019 and the resultant net profit on such sale, (after adjustment of book value of the unit's assets and liabilities as on 31.10.2018) being Rs.1264.85 lacs is included and reflected as other income in the Note No.24 of the annual financial statements.

Further, the Company also entered into a similar Business Transfer Agreement on 03.01.2019 with M/s. SHV Energy Pvt. Ltd. to sell them the Company's LPG Bottling Plant, at Uluberia, Howrah, by way of a slump sale on a going concern basis for a consideration value of Rupees Sixteen Crores subject to the consent and approval of the West Bengal Industrial Infrastructural Development Corporation (WBIIDC), Kolkata. The said slump sale transaction/deal is still pending as the necessary approval and consent from WBIIDC has not been received. The Company is optimistic and hopeful of completing this transaction in the current financial year – 2019-20 after getting the approval of WBIIDC.

The Company's LPG Bottling Plant at Raigarh continues to be inoperative as the commercial operation thereon are not remunerative and also because of steep competition from the highly resourceful Government owned Oil Companies. The Board has taken authority from the members through Postal Ballot to dispose off the said Plant but unfortunately no buyer/purchase has come forward. The Board considers that only the free-hold land of the said Plant has commercial value but the current market price of land is quite unattractive due to overall sluggish conditions of Real Estates at and around Raigarh and hence the Board further considers and feels that barring the said free-hold land; the Plant & Machineries and other equipments, which have become old and obsolete, have only scrap value. However, the Directors continue to look around for a buyer of this Plant.

Further, during the year under review, the Company's revenue from operations net of taxes stood at Rs.276.47 lacs (previous year Rs.2304.54 lacs inclusive of excise duty) and the other income stood at Rs.1473.58 lacs (previous year Rs.178.43 lacs) and hence the total income stood at Rs.1750.05 lacs (previous year Rs.2482.97 lacs). The net profit after tax for the year stood at Rs.752.42 lacs (previous year Rs.51.80 lacs). The Other Comprehensive Income (OCI) for the year stood at Rs.42.71 lacs (previous year Rs. (-) 4.81 lacs). The total comprehensive income for the year stood at Rs.795.13 lacs (previous year Rs.46.99 lacs).

Your Board continues to make its best possible efforts to improve the overall working and financial performance of your Company.

5. CHANGE IN NATURE OF BUSINESS OF THE COMPANY:

None during the year.

6. MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF THE FINANCIAL YEAR 31.03.2019 TILL THE DATE OF THIS BOARD REPORT:

The new Pollution Control Equipments installed at Company's Jamshedpur Sponge Iron Plant have developed some technical snags during trial runs and are yet to be stabilized, the necessary changes/modifications are being carried out to rectify the same, and hence the production activities have been hampered. The Management expects that the said modifications shall be completed by the end of June, 2019 and thereafter the Plant is expected to operate normally and at optimal level subject to favourable market conditions and economic operations.

7. SIGNIFICANT MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS AGAINST THE COMPANY:

None.

8. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO COMPANY'S FINANCIAL STATEMENTS:

In the opinion of the Board, the Company has adequate Financial Controls in place with respect to Company's Financial Statements and Operations. Kindly refer to Annexure 'B' of the Statutory Auditors report dated 29th May, 2019.

9. DETAILS OF NAMES OF COMPANIES WHICH HAVE BECOME OR CEASE TO BE THE COMPANY'S SUBSIDIARY COMPANIES/JOINT VENTURE/ASSOCIATE COMPANIES DURING THE YEAR UNDER REVIEW AND THEIR FINANCIAL PERFORMANCE:

The Company neither has nor had in the past any subsidiary, associate or joint venture Company.

10. FIXED DEPOSIT :

The Company has not accepted any deposits during the year from the Public under section 73 or 74 (Chapter V) of the Companies Act, 2013 nor did it receive the same in any of the previous years and hence there are no overdue/ outstanding Deposits or any interest payable thereon and therefore the prescribed details under the Companies Act, 2013 are not required to be furnished.

11. STATUTORY AUDITORS :

M/s. M.R. Singhwi & Company, Chartered Accountant, were appointed as the Statutory Auditors of the Company for a period of five years beginning from financial year 2017-18 to 2021-22 (32nd AGM to 36th AGM) and accordingly they will continue to be the Statutory Auditors of the Company for the financial year 2019-20.

The requirements of annual ratification of re-appointment of auditors has been dispensed with pursuant to provisions of Section 40 of the Companies (amendment) Act, 2017 read together with Section 139 of the Companies Act, 2013 and other applicable provisions and rules framed thereunder (as amended).

12. AUDITOR'S REPORT :

The observations made in the Auditor's Report are self-explanatory and do not call for any further comments u/s 134(3) (f) of the Companies Act, 2013. The Auditors have not made any materially significant qualifications in their Report and their opinion is unmodified .

13. EXTRACT OF THE ANNUAL RETURN OF FINANCIAL YEAR ENDED 31.03.2019:

The same is annexed with this Report in the prescribed FORM NO. MGT-9.

14. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, EXPORTS AND FOREIGN EXCHANGE EARNINGS AND OUTGOINGS.

The informations required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules 2014, are as under:-

(A) CONSERVATION OF ENERGY :

The Power requirement at Company's Gas Bottling Plant is negligible. For Sponge Iron Plant, the Capacitor Panels of adequate size and number have been installed and are maintained to save and economize on power consumption. The Company has not made any fresh investments on this account nor was there any need to take any fresh initiatives on this account.

(B) TECHNOLOGY ABSORPTION :

The Company has in-house technology and expertise for its Hydrocarbon LPG Bottling Plant. The technology to manufacture Sponge Iron was provided by an outside agency long ago. The said technology is fully indigenous, is now well established, and has been fully absorbed by the Company. The Company has not so far made use of any imported technology for its products/plants. The Company has not made nor felt necessary to absorb any fresh technology and the Company has not incurred any expenditure on Research and Development.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO :

Earnings: Nil (Previous Year : Nil)

Outgo : Nil (Previous Year : Nil)

D) Annual Evaluation:

Pursuant to the provisions of the Sec 134 (3) (p) of the Companies Act, 2013 and clause 2 (f) (9) of chapter II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter in this board report called and referred to as "SEBI LODR REGULATIONS); your Board has carried out an annual performance evaluation of its own performance, the performance of each Individual Director as well as the evaluation of the working of its Audit, Nomination and Remuneration Committees as per a suitably conceived manner. During the year under review, the Independent Directors had their exclusive meeting on 25th March, 2019 inter alia, to discuss the Performance evaluation of Non Independent Directors and Board of Directors as a whole and also of the Managing Director and the Chairman of the Company and Evaluation of the quality of flow of information between the Management and Board for effective performance by the Board and the same were generally found to be satisfactory. As mandated by SEBI (LODR) Regulation 17(10); the Board as a whole has carried out the performance evaluation of each of the Independent Directors of the Company, without the participation of the particular Independent Director whose performance is being evaluated, and fulfillment of the prescribed criteria of their independence and the Board is satisfied with the same.

15. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY:

As per criteria prescribed under section 135 of the Companies Act, 2013; the CSR has become applicable to the Company in respect of the financial year 2018-19 covered under this Report. Accordingly the Board in its meeting held on 29.05.2019 has formed a "Corporate Social Responsibility Committee" comprising of three directors as its members namely Puranmal Agarwal, Vishesh Chhibbar and Lalit Kishore Choudhury, the latter being, the chairman and the

independent director of the company. This newly formed committee shall formulate a CSR policy and recommend the same to the board for its approval along with expenditure to be incurred on CSR account.

16. DIRECTORS :**A) Changes in Directors and Key Managerial Personnel:**

Mr. Suresh Kumar Agarwal and Mr. Yudhbir Chhibbar, Directors of the Company, resigned from their directorships and their resignations were formally taken note of and accepted by the Board in its meeting held on 18th January, 2019. The Company's Independent Director, Shri Praveen Kumar Chhabra conveyed through his letter dated 30.03.2019 that he wishes to resign from the Directorship of the Company w.e.f. 01.04.2019 and accordingly the office of the Registrar of Companies has been formally informed and hence he ceases to be an Independent Director of the Company w.e.f. 01.04.2019. The Company's Independent Director, Shri Tapas Datta also resigned w.e.f. 22.05.2019 and the formal intimation of his resignation has been given to the Registrar of Companies and accordingly he ceases to be a Director w.e.f. 22.05.2019. All the four directors had resigned due to personal reasons. Your Board appreciates and convey its sincere and heartfelt thanks to all the said four outgoing Directors for their valuable advice, suggestions and guidance given to the Company/Board during their tenure.

Mr. Neeraj Chhabra was appointed as the Independent Director of the Company for a period of five years from 18/01/2019 to 17/01/2024 by the Board in its meeting held on 18.01.2019; subject to approval and ratification by the Members through a Special Resolution in the ensuing 33rd AGM of the Company. The five years term of Directorship of Shri Lalit Kishore Choudhury, an Independent Director and also the Chairman of the Company was coming to end on 27.03.2019. The Board in its meeting held on 18.01.2019 has re-appointed him for a further period of five years from 28.03.2019 to 27.03.2024; subject to approval and ratification by the Members through a Special Resolution in the ensuing 33rd AGM of the Company. Your Board recommend their appointment as Independent Directors.

Shri Dalbir Chhibbar, the Managing Director of the Company was re-appointed for five years by the Board in its meeting held on 28.03.2014 and his such appointment was approved and ratified by the Members in the 28th AGM held on 22.09.2014 and accordingly his term would have expired on 16.05.2019. The Board in its wisdom and in its meeting held on 18.01.2019 has re-appointed him for a further period of five years from 17.05.2019 to 16.05.2024; subject to approval and ratification by the Members through a Special Resolution in the ensuing 33rd AGM.

The texts of the Special Resolutions along with explanatory statement with respect to aforesaid appointment and re-appointments of Directors/Managing Director are mentioned and annexed in the Notice convening the next 33rd AGM. Your Board recommends their appointments/re-appointments.

The vacancy caused by the resignation of Mr. Sangala Venugopal, CFO, for personal reasons was filled up by the appointment of Mr. Chandra Prakash Srivastava as the new chief financial officer (CFO) of the Company on 25th March, 2019.

Shweta Mishra, the Company Secretary, had resigned from her post for personal reasons and the Board in its meeting held on 29.5.2019 has accepted her resignation and hence w.e.f. 29.5.2019 she has been released and ceases to be the Company Secretary. The Board is trying its best to fulfill the said vacancy at the earliest and in view of such resignation the Board has appointed Mr. Vishesh Chhibbar, Director, as the temporary Compliance Officer.

Mr. Vishesh Chhibbar and Mr. Purnamal Agarwal were re-appointed as Directors of the Company by the members in the last Annual General Meeting held on 24th September, 2018. Mrs. Sushma Chhibbar is the only Director who retire by rotation at the forthcoming 33rd AGM and being eligible has offered herself for re-appointment in the said ensuing 33rd AGM. The brief resume about Mrs. Sushma Chhibbar, Director, seeking re-appointment is annexed with the notice of AGM.

B) Declaration by an Independent Director(s) and Re-appointment, if Any:

Declaration given by Independent Directors meeting the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014 has been received and taken on record. Two of the Independent Directors, namely Shri Tapas Datta and Shri Praveen Kumar Chhabra have resigned from the Board. The remaining Independent Director, namely Shri Lalit Kishore Choudhury has been serving the Company for the past over five years and has been well familiarized with the functional, operational and financial aspects of the Company. The newly appointed Independent Director, Shri Neeraj Chhabra is also being familiarized with the said aspects of the Company.

The term of Mr. Lalit Kishore Choudhury, as an independent director expired on 27th March, 2019. However, the board reappointed him as an independent director for another term of five years in its meeting held on 18th January, 2019 and his extended period of directorship shall be from 28/03/2019 upto 27/03/2024; subject to approval and ratification by the shareholders in the ensuing 33rd AGM of the Company.

17. BOARD MEETINGS HELD DURING THE YEAR :

During the year the Board of Director's Meetings were held on seven occasions e.g. on 29.05.2018, 25.06.2018, 13.08.2018, 12.11.2018, 22.11.2018, 18.01.2019 and on 25.03.2019. The Independent Directors held their separate exclusive meeting on 25.03.2019.

18. AUDIT COMMITTEE, NOMINATION & REMUNERATION COMMITTEE, STAKEHOLDERS RELATIONSHIP COMMITTEE :

The Board in its meeting held on 29.05.2019 has re-constituted all the aforesaid Committees pursuant to change/resignation of some Directors and the details of the re-constituted Committees are stated in the Corporate Governance Report annexed hereto.

19. LOANS, GUARANTEES AND INVESTMENTS:

Regarding loans given by the Company please refer to Note No.12 and for investments made by the Company, please refer to the Note No.5 in the annual Financial Statements of Accounts. The Company has not given any guarantee of any kind to any person or to any Bank or Financial Institution.

20. RELATED PARTY TRANSACTIONS AS REQUIRED UNDER SECTION 188(1) COMPANIES ACT, 2013:

The company has paid Rs.3.00 lacs to a related party as office rent and has also paid Rs.9.00 lacs as remuneration to the Managing Director of shareholders. These Related Party transactions are in the normal course and are not considered to be material and hence approval of the same from the shareholders is not required. There are no other related party transactions. Please refer to Form AOC-2 annexed with this Board Report and forms part of it. The details of payment made to other related parties is defined under Ind-AS Accounting Standards are as per Note No.33(4) on financial statements.

21. MANAGERIAL/DIRECTOR'S REMUNERATION:

The particulars of the same are as mentioned in the Corporate Governance Report annexed to this Board Report.

22. SECRETARIAL AUDIT REPORT AND SECRETARIAL COMPLIANCE REPORT :

Annual Secretarial Audit Report for the financial year ended 31st March, 2019, along with Annexure 'A' dated 21.05.2019 (in the prescribed Form No.MR-3) as given by the secretarial auditors, M/s Patnaik & Patnaik, Company Secretaries, is annexed hereto and forms part of this Board Report as Annexure – 1

The Secretarial Compliance report dated 28.05.2019 for the financial year ended 31st March, 2019, in relation to compliance of applicable SEBI Regulations/Circulars/guidelines issued thereunder, pursuant to requirement of regulation 24A of listing regulations; as issued by the aforesaid secretarial auditors is also annexed as Annexure "2" and forms part of this Board report. With respect to the said auditors observation about the dematerialisation of shares under promoter's group; the board wish to submit that only a very negligible 58500 number of shares representing just 0.47% are yet to be dematerialized due to some unavoidable pending legal issues concerning transmission of shares upon death of some shareholders and for some other unavoidable reasons . Management is constantly following up the matter and it is hoped that the pending shares shall be dematerialized during the current FY -2019-2020.

23. CORPORATE GOVERNANCE :

The Company files quarterly Corporate Governance Report with BSE Ltd. as required under SEBI LODR REGULATION-27. Corporate Governance Report along with the Certificate dated 21.05.2019 of the Secretarial Auditors confirming compliance of conditions of Corporate Governance as required under the relevant Regulations of SEBI LODR Regulation – 2015 is annexed to and forms part of this Board Report.

24. RISK MANAGEMENT POLICY:

The Company's biggest risk is with regard to procurement of critical raw materials namely Iron-Ore and Coal at reasonable/affordable rates but it has virtually no control on the same as only a limited number of Iron Ore Mines are in operation with almost monopoly status and similarly the coal has to be procured from the Coal India Ltd., again virtually the monopoly supplier in the Country and fixes the coal prices arbitrarily. The Company also procures imported coal whose prices keep changing in the International Market as per demand supply equations. The other risks are the wide fluctuations in the selling price of Sponge-Iron which again depend on Demand and Supply and your Company being a nominal player has no control or influence on the same. The Company has, however, laid down procedures to inform the Board of Directors about Risk Assessments and its minimization procedures. The Board has also framed and implemented the Risk Management Plan for the Company to the extent it was possible, feasible and practical. The

formation of Risk Management Committee is not applicable to the Company as the requirement is applicable to only top 500 listed entities on BSE Ltd. as per Regulation 21 of SEBI LODR REGULATIONS, 2015.

25. DISCLOSURES ABOUT REMUNERATION TO DIRECTORS VIS-À-VIS EMPLOYEES AND OTHER PARTICULARS AS REQUIRED UNDER SECTION 197 OF THE COMPANIES ACT 2013 READ WITH RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

- A. During the year a remuneration of Rs 9,00,000/- was paid to Managing Director and sitting fees of Rs.63,000/- was paid to the Independent Directors for attending the Board Meetings and none of the other directors received any remuneration and therefore, the computation of ratio of remuneration of each Director to the median remuneration of the employees of the Company are not furnished. The remuneration paid and/or payable to the Key Managerial Personnel's is very reasonable and commensurate with their performances. The remuneration paid to the employees is as per the remuneration policy of the Company, which is dynamic in nature and changes as per the financial performance of the Company and of an individual employee including their work experience, competency, job profile, skill and seniority.
- B. No employee of the Company during the financial year was in receipt of remuneration aggregating to Rs.102 lacs or more if employed for the whole year and Rs.8.5 lacs per month if employed for a part of the financial year. No employee of the Company is holding 2% or more of the Equity Shares of the Company. The number of permanent employees as at year end were eighteen and the ratio of remuneration paid to Managing Director to median remuneration of the employees was 5:1.

26. DISCLOSURE UNDER SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Board of Directors and/or the Management of the Company has not received any complaint on this account from any of the employees of the Company or from any other person.

27. DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, states:-

- (i) That in the preparation of the annual accounts for the financial year ended 31st March, 2019, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- (ii) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review.
- (iii) That 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.
- (iv) That the Directors have prepared the accounts for the financial year ended 31st March, 2019 on a going concern basis.
- (v) That the Directors had laid down internal financial controls, which are to be followed by the Company, and that such internal financial controls are adequate and were operating effectively.
- (vi) That the Directors had devised proper systems to ensure compliance with provisions of all applicable laws and that such systems were adequate and operating effectively.

28. ACKNOWLEDGEMENT:

Your Directors would like to convey their sincere appreciation for the assistance and co-operation received from the Stakeholders during the year under review. Your Directors also wish to place on record their appreciation for the contribution of the employees at all levels.

**For and on behalf of the Board
Ashirwad Steels & Industries Limited**

**Place: Kolkata
Dated: 29th May, 2019**

**Dalbir Chhibbar
Managing Director
(DIN : 00550703)**

**Vishesh Chhibbar
Director
(DIN: 03553892)**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT (Part of Board/Annual Report)

As per SEBI disclosure regulation 34(3) and schedule V (clause-B)

(For the Financial Year ended 31st March, 2019)

(a) Industry Structure and Developments:

The principal product of the Company is Sponge Iron which is manufactured at its Plant located at Jamshedpur. Sponge Iron is used by secondary steel melting shops (induction furnaces) for making steel billets/ingots which in turn are used by the re-rollers for making long products (TMT BARS) used in the house building and in the infra-structure development. The selling prices of Sponge Iron are market driven and fluctuate widely and the Company has no control over it. The principal components of cost of Sponge Iron are coal, iron ore and freight and the Company has virtually no control on their availability and cost due to near monopoly status of mine owners and heavy unionism of local transporters. The standalone sponge iron plants in the country have been suffering for last several years for the said reasons particularly as the iron ore mine owners leave nothing much on the table for the industry with frequent hikes in the prices and as such several sponge iron plants are still lying closed or operating at lower capacity and there is vitually no hope of any meaningful turn around in the near future. These are mainly the reasons why the management was forced to dispose off it's sponge iron unit located at dist. Nalgonda, Telengana during the financial year 2018-2019.

(b) Opportunities and Threats :

The consumption of Sponge Iron is mainly linked with the consumption of TMT Bars used in house building and infra-structure sectors. The house building/real estate sector is undergoing slow down for the last several years and still struggling due to lower demand/sales and excess supply. The infrastructure and road building sector has seen some revival in the past few years on account of govt spending and focus on these sectors. The demand for TMT bars keep fluctuating and are not stable and accordingly the selling prices also change quite abnormally and suddenly.

The availability of iron ore and coal inadequate quantity and at affordable prices are the major threats to the Sponge Iron Industry. The government needs to put in to place a suitable mechanism to ensure availability of iron ore and coal to the sponge iron industry in adequate quantity and at affordable rates by stopping/restricting the high profit taking attitude and mentality of the iron ore mine owners and of coal India limited. The government also needs to facilitate opening of new iron ore and commercial coal mines to create healthy competition among them so that their selling prices remain reasonable and affordable to the sponge iron/steel industry and the sponge/steel production in the country could increase meaningfully/speedily .

(c) Segment-wise Product-wise performance:

Your Company has only two segments namely Sponge Iron and gas taking into account the nature of the product, uses and production system. However, your Company mainly operates under the "Iron & Steel" Segment (the gas bottling plant at Raigarh being inoperative) and hence segment-wise result has not been given.

(d) Outlook :

In view of what has been stated in foregoing paragraphs; your Management perceives that the outlook of the Sponge iron Industry in the current financial year 2019-2020 is not very encouraging unless the input cost becomes reasonable and the new Central Government starts investing heavily in-house building and infrastructures so as to boost the demand for TMT bars which in turn can boost the Sponge Iron selling prices to reasonable and remunerative levels.

(e) Risks & Concerns :

Risk is inherent in every business activity and Sponge Iron Industry is no exception. The steel industry displays strong commodity characteristics and is subject to cyclical price movements in business cycles. The Company is exposed to risks from overall market fluctuations, cheaper import of steel, changes in government policy, laws of the land, taxation, man-made disaster, political risks and increase in cost of inputs like Iron ore, coal, power, diesel, freight, etc. which affect the financial performance of the Company.

(f) Internal Control System and its Adequacy :

The Company has proper and adequate system of internal controls commensurate with its size and nature of operations

to provide reasonable assurance that all assets are safe guarded, transactions are authorized, recorded and reported properly and applicable statutes are duly complied with. The Company has constituted an Audit Committee to monitor the adequacy and efficacy of internal control systems.

The adequacy of these compliances and their effectiveness is subject to statutory audit and the same has been adequately reported by the Auditors in their report as required under the relevant provisions of the Companies Act, 2013. The Company also has an Internal Audit System.

(g) Discussions on financial performance with reference to operational Performance:

During the year under review the Company's operational and financial performance has been quite discouraging and dissatisfactory. During the year the production of Sponge Iron was only 439 M.T. The Company's income from revenue operations was just Rs.276.47 lacs (previous year Rs.2304.54 lacs) as the Company's Sponge Iron Plant at Jamshedpur remained inoperative for almost the entire year due to installation of new set up of Pollution Control Equipment as per advise of the Pollution Control Board. However, the Company earned other income of Rs.1473.58 lacs (previous year Rs.178.43 lacs) which also included net profit of Rs.1264.85 lacs on sale of Company's Sponge Iron Plant at Dist. Nalgonda, Telangana, on slump sale basis. The net profit after tax for the year stood at Rs.752.42 lacs (previous year Rs.51.80 lacs) mainly on account of profit on sale of Sponge Iron Unit as above. The total comprehensive income for the year (including other comprehensive income of Rs.42.71 lacs) stood at Rs.795.13 lacs (previous year Rs.46.99 lacs).

(h) Material Developments in HRD and industrial Relations Front:

Your Directors recognize the value of employees as valuable assets. Developing, motivating, rewarding and retaining talented employees at all levels is a priority and a key responsibility and policy of your Company's management. The total no. of people employed by the company were eighteen as on year end.

i) Cautionary Statements:

Statements in this management discussion and analysis report describing the Company's objectives, projections, estimates and expectations may be termed as forward looking statements within the meaning of applicable laws and regulations. Actual results may differ materially from those either expressed or implied. The readers of this report are, therefore, advised to read the same with this caution.

**For and on behalf of the Board
Ashirwad Steels & Industries Limited**

**Dalbir Chhibbar
Managing Director
(DIN : 00550703)**

**Vishesh Chhibbar
Director
(DIN:03553892)**

**Place: Kolkata
Dated: 29th May, 2019**

REPORT ON CORPORATE GOVERNANCE (Part of Board Report)

As per SEBI disclosure regulations 34(3) and as per Schedule V - Clause – C to F of the said regulations

(For the Financial year ended 31st March, 2019)

The Report on compliance of the conditions of corporate governance in accordance with the aforesaid Regulations of SEBI by your Company is given below:

1. Company's Philosophy and Code of Governance

We believe that good Corporate Governance is a key driver of sustainable corporate growth and long term value creation of our stakeholders. Corporate Governance involves being responsive to aspirations of our stakeholders besides ensuring compliance with regulatory requirements. The company has always the spirit of various legislations as guiding principles and proposes to go well beyond statutory compliance by establishing such systems and procedures as are required to make the management completely transparent and institutionally sound. We are committed to conduct the business upholding the core values like transparency, integrity, honesty, accountability and compliance of all the statues. We recognize that this is a conscious and continuous process across the organization, which enables the company to adopt best practices as we incorporate improvements based on the past experience.

2. Board of Directors:**(a) Composition:**

As at 31st March, 2019 the Board of Directors consisted of a Managing Director, four non-executive Directors, one non-executive woman Director and three non-executive independent Directors.

(b) Category, their Directorship and Committee Membership in other Companies as on 31.03.2019:

The Board of your Company is comprised of the following Directors:

Name of Directors	Category	Member of Board of other Companies	Member of Committees of Other companies	No. of equity shares held in Ashirwad Steels & Industries Ltd.
Lalit Kishore Choudhury	Chairman (Non-Executive Independent Director)	4	-	Nil
Dalbir Chhibbar	Managing Director	7	-	108725
Puranmal Agarwal	Non-Executive Director	12	-	3250
Sushma Chhibbar	Non executive Director	6	-	53000
Vishesh Chhibbar	Non executive Director	Nil	-	50100
Pravin Kumar Chhabra (Resigned w.e.f. 1.4.2019)	Non executive Independent Director	Nil	-	400
Tapas Datta (Resigned w.e.f. 22.5.2019)	Non Executive Independent Director	1	-	Nil
Neeraj Chhabra (Appointed on 18.1.2019)	Non Executive Independent Director	1	-	Nil

Note : No convertible instruments are held by any of the Directors including non-executive Directors.

(c) Relationship of Directors with one another:-

Sushma Chhibbar is the wife of Dalbir Chhibbar and Vishesh Chhibbar is the son of Dalbir and Sushma Chhibbar. Independent directors have no relationship with other Directors.

(d) Board Meetings held during the year:

During the year the Board of Director's Meetings were held on seven occasions on 29.05.2018, 25.06.2018, 13.08.2018, 12.11.2018, 22.11.2018, 18.01.2019 and on 25.03.2019. The Independent Directors held their separate exclusive meeting on 25.3.2019.

(e) Meeting of the Independent Directors and their evaluation of Board

The Independent Directors met on 25th March, 2019 and without the presence of non-Independent Directors of

the Company. The Independent Directors inter alia evaluated the performance of the Non-Independent Directors and the Board of Directors as a whole, evaluated the performance of the Chairman, the Managing Director, the Members of the Board and discussed aspects relating to the quality, quantity and timeliness of the flow of information between the Company, the Management and the Board.

(f) Attendance of Directors at the Board Meetings held during the Financial Year 2018-2019 and at the last Annual General Meeting (AGM)

Name of Directors		No. of Board Meetings Held	No. of meetings attended/entitled to attend	Date of meeting(s) not attended	Attended last AGM on 24.09.2018
1.	Puranmal Agarwal	7	6	29.05.2018	Yes
2.	Dalbir Chhibbar	7	7	None	Yes
3.	Yudhbir Chhibbar	7	6	None	Yes
4.	Suresh Kr. Agarwal	7	6	None	Yes
5.	Vishesh Chhibbar	7	7	None	Yes
6.	Sushma Chhibbar	7	7	None	Yes
7.	Pravin Kumar Chhabra	7	7	None	Yes
8.	Lalit Kishore Choudhury	7	7	None	Yes
9.	Tapas Datta	7	6	22.11.2018	Yes
10.	Neeraj Chhabra	7	1	None	No

(g) Information about Directors seeking re-appointment:- It is mentioned in the Main part of the Board's Report under Para- 16.

(h) Change in Directors and Key Managerial Personnels:

This has been covered in the Main part of the Board's Report under Para- 16.

3. Code of Conduct:

(A) The Company has laid down a Code of Conduct as specified under Regulation 17(5) of the SEBI LODR REGULATIONS-2015 for all its Board Members including Independent Directors and Senior Management Personnel for avoidance of conflicts of interest. The code of conduct has suitably incorporated the duties of Independent Directors as laid down in the Companies Act, 2013 and under SEBI(LODR) Regulations. The declarations with regard to compliance of Code of Conduct have been received for the year 2019 from all Board Members and Senior Management Personnel.

The Board periodically reviews all compliance reports as are prepared and applicable to the company and also ensures rectification of non-compliances, if any. The minimum and necessary informations as required under SEBI LODR Regulation 17(7)[Part A of Schedule II] was placed before the Board of Directors. The members of Board and the Senior Managerial Personnel of the company have affirmed compliance with this code of conduct within prescribed days from the close of Financial Year ended March, 2019. There were no material, financial and commercial transactions, in which Board Members and Senior Management Personnel had personal interest, which could lead to potential conflict of interest with the Company during the year except related party transactions as disclosed in this Board Report.

(B) CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

(Pursuant to Regulation – 17(5) and Regulation 34(3) read with Clause-D of schedule – V of SEBI LODR Regulations - 2015)

A declaration signed by the Managing Director (MD) on behalf of the Board of Directors is given below:-

“I, Dalbir Chhibbar, the Managing Director, as provided under the SEBI (LODR) Regulations, 2015, declare that all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct of the company for the year ended 31st March, 2019 and the copy of such code of conduct is available on the website of the company at www.ashirwadsteels.com”

Dalbir Chhibbar
Managing Director
(DIN: 00550703)

Kolkata

Dated: 29.05.2019

(C) CMD AND CFO CERTIFICATION

The CMD and the CFO of the Company have given the necessary Compliance certificate dated 17th May, 2019 as required under Regulation 17(8) [and under Part B of Schedule II] of the SEBI LODR regulations which is reproduced as under-

**SUB: COMPLIANCE CERTIFICATE (FOR THE FINANCIAL YEAR 2018-2019)
(PURSUANT TO 17(8) AND PART B OF SCHEDULE II OF THE SEBI LODR REGULATIONS – 2015)**

To,
The Board of Directors
Ashirwad Steels & Industries Ltd.
6, Waterloo Street,
Kolkata 700069.

Dear Sirs,

I, Dalbir Chhibbar, the Managing Director of the company, and Mr. Chandra Prakash Srivastava, the Chief Financial Officer (CFO) of the Company submit hereunder the compliance certificate as above for your information, perusal and for doing the needful.

- A. We have reviewed financial statements and the cash flow statement of Ashirwad Steels & Industries Ltd. for the financial year ended 31.03.2019 and that to the best of our knowledge and belief:
- (1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) These statements together present a true and fair view of the Company's affairs and are in compliance with the existing applicable accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Ashirwad Steels & Industries Ltd. during the year that are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting of the company and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee:-
- (1) Significant changes, if any, in the internal control over financial reporting during the year;
 - (2) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (3) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the Company's internal control system with respect to financial reporting.

Thanking you.

Kolkata
Dated: 17.05.2019

Dalbir Chhibbar
Managing Director
(DIN: 00550703)

Chandra Prakash Srivastava
Chief Financial Officer

(D) Secretarial Auditor's Certificate on Corporate Governance

(Pursuant to SEBI LODR Regulations -2015)

To
The Members
Ashirwad Steels & Industries Ltd
Kolkata – 700 069

We have examined the compliance of Corporate Governance by Ashirwad Steels & Industries Ltd. for the year ended 31st March, 2019, as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015. We further state that during the Financial Year 2018-19, the Company did not receive any complaint from the investors and that as per records maintained by the company and presented to the Stakeholders Relationship Committee; no complaints from any investor was pending as on 31st March, 2019.

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

For Patnaik & Patnaik,
Company Secretaries
S. K. Patnaik
Partner
C.P. No. 7117
FCS : 5699

Place: Kolkata
Dated: 21st May, 2019.

(E) Certificate of non-disqualification of Directors issued by the Company Secretaries :-

The said certificate as issued by the M/s. Patnaik & Patnaik, Company Secretaries is appended below and forms part of this Board Report [pursuant to LODR Regulation 34(3) and schedule V Para C, Clause – 10(i)]

To,
The Members of
M/s. Ashirwad Steels & Industries Ltd.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. Ashirwad Steels & Industries Ltd. (CIN L51909WB1986PLC040201) and having its Registered Office at 6, Waterloo Street, 5th Floor, Room No. 506, Kolkata – 700 069 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	Mr. Lalit Kishore Choudhury	00064874	28/03/2014
2.	Mr. Dalbir Chhibbar	00550703	15/10/1990
3.	Mrs. Sushma Chhibbar	00550898	06/05/2006
4.	Mr. Puran Mal Agrawal	00587723	26/12/1992
5.	Mr. Vishesh Chhibbar	03553892	21/03/2016
6.	Mr. Neeraj Chhabra	07256565	18/01/2019

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

For Patnaik & Patnaik,
Company Secretaries
S. K. Patnaik
Partner
FCS : 5699
C.P. No. 7117

Place: Kolkata
Dated: 28th May, 2019.

4. AUDIT COMMITTEE

In terms of Section 177 of the Companies Act, 2013 and SEBI LODR Regulation - 18; the company has formed an Audit Committee. Consequent upon change/resignation of some Directors; the Audit Committee of the Company was re-constituted by the Board in it's meeting held on 29.05.2019 with following persons as it's members :

1. Mr. Lalit Kishore Choudhury Independent Director (Chairperson)
2. Mr Neeraj Chhabra Independent Director
3. Mr. Puranmal Agarwal Director

The Audit Committee at it's discretion invite the CFO, the Internal Auditor and representative of the Statutory Auditors at the meetings as and when required.

Brief Description of Terms of Reference:

The terms of reference of the Audit Committee are as contained under the SEBI LODR REGULATION- 18, SCHEDULE-V (Part-C) and Schedule-II (Part-C) and as stipulated under Section 177 of the Companies Act, 2013.

The Audit Committee met four times during the year on 29.05.2018, 13.08.2018, 12.11.2018, and 18.01.2019 in compliance of the terms of duties, functions and authorities as specified in the Companies Act, 2013 and as per terms of their appointment. All members of the Audit Committee, while they were members of the same, have attended every meeting of the Audit Committee held during the year and hence there was no absentism.

The Audit Committee's terms of reference and powers include:

- a. To investigate any activity within its terms of reference,
- b. To seek information from any employee,
- c. To obtain outside legal or other professional advice,
- d. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Role of the Audit Committee includes following amongst others :

- a. Oversight of the company's financial reporting process and the disclosure of its financial informations to ensure that the financial statements are correct, sufficient and credible.
- b. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of statutory auditor and the fixation of audit fee and also approval for payment for any other services,
- c. Reviewing with Management, the annual financial statements before submission to the Board for approval.
- d. Reviewing with the Management, the quarterly financial statements before submission to the Board for approval.
- e. Reviewing with the Management, the performance and Report of that statutory and internal Auditors and adequacy of internal control systems.
- f. Discussion with statutory Auditors before the audit commences, about the nature and scope of audit as well as to have a post-audit discussion to ascertain any area of concern.
- g. To investigate any activity within its terms of reference, seek any information from any employee of the Company, to obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise if it is considered necessary.
- h. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee including scrutiny of Inter Corporate Loans and investments and dealings in Derivatives of Listed equity Shares under future and options segment of National Stock Exchange and Bombay Stock Exchange.
- i. The Audit Committee also reviews the following informations:
 - (i) Management discussion and analysis on financial condition and results of operations;
 - (ii) Statement of significant related party transactions;
 - (iii) Management letters / letters of internal control weaknesses issued by the Internal and statutory Auditors, if any; and
 - (iv) The appointment, removal and terms of remuneration of the Statutory and Internal Auditors.

The Board has not disagreed with any major/material recommendations of the Audit Committee.

5. NOMINATION & REMUNERATION COMMITTEE:

In terms of Section 178 of the Companies Act, 2013 and SEBI LODR Regulations No. 19 and Schedule V (Part-C) and Schedule II (Part-D); the Company has a "Nomination & Remuneration Committee". Consequent upon changes/resignation by some Directors; the Board in its meeting held on 29.05.2019 has re-constituted the said Committee with following persons as its members :-

- | | |
|--------------------------------|------------------------------------|
| 1. Mr. Neeraj Chhabra | Independent Director (Chairperson) |
| 2. Mr. Lalit Kishore Choudhury | Independent Director |
| 3. Mr. Vishesh Chhibbar | Non-Executive Director |

which formulates criteria for determining the qualification, experience, background, exposure, positive attributes and independence for the appointment and/or removal of Directors, Key Managerial Personnel and Senior Managerial Persons ascertaining their reasonable remuneration commensurate with their qualification, job requirements meeting the appropriate performance benchmark to run the company successfully utilizing the existing resources to its optimum and evaluates their performance from time to time and report their suggestion to the Board.

The Nomination & Remuneration Committee met thrice during the year on 29.05.2018, 18.01.2019 and on 25.03.2019 and no member of the Committee was absent in any of the said meetings.

6. STAKEHOLDERS RELATIONSHIP (GREIVANCE) COMMITTEE AND COMPLIANCE OFFICER :

In terms of Section 178(5) of the Companies Act, 2013, and SEBI disclosure regulation no. 20 and Schedule V (Part-C) and Schedule II (Part D); the Board has constituted a Stakeholders Relationship Committee. Consequent upon change in the Board of Directors; the Board in its meeting held on 29.05.2019 has re-constituted the said Committee with the following persons as its members :-

- | | | |
|--------------------------------|----|------------------------------------|
| 1. Mr. Lalit Kishore Choudhury | .. | Independent Director (Chairperson) |
| 2. Mr. Puranmal Agarwal | .. | Non-Executive Director |
| 3. Mr. Vishesh Chhibbar | .. | Non-Executive Director |

All the Committee Members shall consider and resolve the grievances of shareholders of the Company as and when the same are received by the company from shareholders and maintain proper records for the same and present the same to the Board. Mr. Lalit Kishore Choudhury can be reached and communicated through his E-mail ID lkchoudhury@gmail.com and Shri Puranmal Agarwal and Shri Vishesh Chhibbar can be reached at the E-mail ID : ashirwadsteels@gmail.com. This Committee performs the role as specified in the aforesaid SEBI (LODR) Regulation No. 20 and read with Part D of schedule II and also Clause – 6 of Part–C Schedule V.

The Details of shareholder complaints/ grievances during the year were as under :-

1. No. of Complains Received – NIL
2. No. of complains Solved - NIL
3. No. of complains pending as on close of financial year – NIL

Consequent upon the resignation of Shweta Mishra as the Company Secretary w.e.f. 29.05.2019; the Board in its meeting held on that date has appointed Mr. Vishesh Chhibbar, Director, as the temporary Compliance Officer of the Company and to act as such till the vacancy caused in the post of Company Secretary is filled.

7. THE VIGIL MECHANISM :

The Board has formulated a Vigil Mechanism for the Directors and its employees to report its genuine concerns and under such mechanism the affected persons shall inform the matter to the Chairman of the Company who has been assigned with a duty to ensure compliance with the Vigil Mechanism and also to ensure adequate safeguard against victimization of any Director or any employee or any other person who avails the Vigil Mechanism. The Vigil Mechanism also provides for direct access to the Chairperson of the Audit Committee in appropriate cases.

8. Remuneration of Directors

(a) Remuneration is paid to the Managing Director as per package approved by the Board and the members in the Annual General Meeting.

The Managing Director's remuneration package, during the financial year 2018-19 was briefly as under Subject to his wish to take all in full or in part or to forego the same.

- (i) Salary Rs.100,000/- per month
- (ii) House Rent Allowance or free furnished accommodation
- (iii) Medical and Hospital expense for self and family

- (iv) Leave travel allowance, Club Fees, Provident Fund, Gratuity, Gas, Water, Telephone at home, Two Motor Cars with Driver, etc.

NOTE: However, the Board in its meeting held on 18.01.2019 has re-appointed the Managing Director for a further period of five years and has also revised his remuneration package w.e.f. 17.05.2019 subject to the ratification and approval by the Members in the next 33rd AGM. His revised remuneration package is mentioned in the notice convening the 33rd AGM and the Explanatory Statement annexed thereto. The Managing Director's remuneration is reasonable commensurate with the business volume and size of the Company and is and shall be within the prescribed limits of relevant provisions of Companies Act, 2013.

- (b) Details of remuneration paid to the Directors for the year ended 31st March, 2019 are as under:-
- Remuneration paid to Managing Director for the financial year 2018-19 was Rs.9,00,000/-.
 - Sitting fees paid to independent directors of the company aggregating to Rs.63,000/- for the full year.
 - No remuneration has been paid to any of the non-executive Directors during the year.

9. Shareholders/Investors Grievances and Redressal:

- The Company has appointed M/s Niche Technologies Pvt. Ltd., a SEBI registered Registrar as its Share Transfer Agent for both physical as well as electronic modes. The shares of the Company are traded on Bombay Stock Exchange (BSE Ltd.) and as the complaints from the Shareholders are nil/negligible; the Company's Stakeholders Committee also oversee the shareholders complaints/ grievances.
- Mr. Vishesh Chhibbar, the Director, shall act as the temporary Compliance Officer of the Company w.e.f. 29.05.2019 till a new Company Secretary is appointed.
- During the financial year 2018-19; the Company did not receive any complaints from the shareholders and No complaint from shareholders was pending as on 31.03.2019.

10. Details of General Body Meetings as specified under SEBI disclosure regulation 34(3) read with Schedule V – Para –C(7) :

- (a) Location, date and time, where last three AGMs held :

AGM	Financial Year	Date	Time	Place of AGM
30th	2015-2016	29.08.16	10.30 AM	6, Waterloo Street, 5th floor, Suite No.506, Kolkata-700069. (Registered Office)
31st	2016-2017	18.09.17	11.00 AM	6, Waterloo Street, 5th floor, Suite No.506, Kolkata-700069. (Registered Office)
32nd	2017-2018	24.09.18	11.00AM	6, Waterloo Street, 5th floor, Suite No.506, Kolkata-700069. (Registered Office)

- (b) During the financial year 2018-19; Special Resolutions conferring authority and power to Board of directors to sell/ dispose off, Demerge etc. Company's Hydrocarbon Gas Bottling Plant located at Uluberia, Howrah, West Bengal, Sponge Iron Plant at Dist. Nalgonda, Telengana and LPG Bottling Plant located at Raigarh, Chhatisgarh, Powers to the Board to make investment out of the funds of the Company upto Rupees Fifty Crores have been passed through postal ballot process in terms of postal ballot notice 25.06.2018 and other than these special resolutions; no other special resolutions have been passed in the last four AGMs.

11. Means of communication

(Pursuant to Regulation 34 (3) read with Clause-8 of Schedule V of SEBI LODR Regulations – 2015) :

- The quarterly results of the Company are communicated to the Stock Exchange (BSE Ltd.) on time and are also uploaded on Companies Website and are regularly published in the following newspapers:
 - Financial Express / Business Standard (English)
 - Sangbad nazar (Bengali)
- The Company's Website is www.ashirwadsteels.com .

12. General Shareholders' information

(As per regulation 34(3) and 53 read with clause 9 to 13 of Part-C of Schedule- V)

(a) AGM : Date, time and venue :

The forthcoming 33rd Annual General Meeting of your Company will be held on tuesday, the 17th September, 2019, at its Registered Office at 6, Waterloo Street, 5th floor, Suite No.506, Kolkata-700 069 at 11:00 A.M. The Notice for holding the said Annual General Meeting along with Annual Report etc. shall be posted/mailed to members through permitted modes . Members are requested to use the option of e-voting on proposed resolutions through facilities provided by Central Depository of Securities Ltd.(CDSL) with procedure as detailed in the Notice convening the Annual General Meeting. Those who do not use E-Voting facility can cast their Votes through Ballot Papers at the time and Venue of AGM.

(b) Financial Year of the Company:- 1st April to 31st March each year.

(c) No dividend has been declared by the board for the financial year 2018-2019.

(d) The Company's shares are listed on the Bombay Stock Exchange (BSE Ltd.) and the Annual Listing fees for the Financial year ended March 2019 and also for current financial year 2019-20 has been paid.

(e) The Stock Code of the Company is 526847. The International Security Identification Number (ISIN) of the Company's Equity Shares is INE 338C01012. The Company's Corporate Identification Number (CIN) is L51909WB1986PLC040201 allotted by R.O.C. Kolkata.

(f) **Market Price Data & performance of share price compared to BSE sensx:**

The monthly High and Low Equity Share prices of the Company as traded at The Bombay Stock Exchange (BSE Ltd.) from 1st April, 2018 to 31st March, 2019 are given below :

Month	High Price Per share (Rs.)	Low Price Per share (Rs.)
April, 2018	13.00	10.45
May, 2018	14.12	12.35
June, 2018	16.05	12.80
July, 2018	15.90	12.70
August, 2018	13.65	9.57
September, 2018	9.14	8.27
October, 2018	8.68	7.66
November, 2018	7.98	6.58
December, 2018	11.69	8.37
January, 2019	11.64	9.99
February, 2019	10.48	9.99
March, 2019	10.50	10.00

(g) The performance of Company's market share price with comparison to BSE Sensex on year to year basis :

The Company's market price has fallen by 11.89% from being Rs.11.35 per share as on 31.03.2018 to Rs.10.00 per share as on 31.03.2019; whereas BSE sensex has gone up by 17.30% (Sensex being 32968 on 01.04.2018 and 38672 on 31.03.2019).

(h) The securities of the Company have never been suspended from trading by the Stock Exchange.

(i) **Registrar and Share Transfer Agents**

The details of the Registrar and Share Transfer Agent (RTA) of the Company are as follows:

M/s. Niche Technologies Private Limited
 3 A, Auckland place,
 7th floor, Room No. 7A & 7B, Kolkata-700017
 Ph. No: 91-033-22806616 / 17 / 18; Telefax: 91-033-22806619
 E-mail nichetechpl@nichetechpl.com

Accordingly, all communications on matters relating to share transfer, non-receipt of share certificate, etc. be sent to Niche Technologies Private Limited. Correspondence on these matters may also be sent to the Company at it's Registered Office at 6, Waterloo Street, 5th floor, Suite No.506, Kolkata-700 069.

(j) Share Transfer System :

After the request for transfer/transmission of shares is approved by the authorized officials of the Company, the same is sent to the Registrar and Share Transfer Agents for completing the necessary procedural formalities and dispatch to the shareholders. Transfer of shares, if found to be in order in all respects, are normally effected within a period of 15 days from the date of receipt of shares. The transfer of shares is registered and effected on 7th, 14th, 21st and 28th of each month of the year and for the month of February the same could be 28th or 29th whichever is applicable.

(k) Distribution of Shareholding as at 31st March, 2019

Category of share holder	No. of Equity Shares held	% of Shares held
(A) Promoter's Holding	7639461	61.12
(B) Non Promoter's Holding		
Institutional Investors	8700	0.07
Private Corporate Bodies	2790608	22.32
Indian Public	1909352	15.27
NRIs/OCBs	151879	1.22
Others	0	0
Total	12500000	100

Note: Promoters have not pledged any of their shares with any Agency/Bank and/or Financial Institutions.

Distribution of Shareholding as on 31ST March, 2019:-

Share Class/No. of Shares	No. of Shareholders	% of total Shareholder	Total No. of Shares	% of total Share Capital Amount
1 - 500	2796	88.0630	3,54,973	2.8398
501 - 1000	131	4.1260	1,06,680	0.8534
1001 – 5000	149	4.6929	3,36,604	2.6928
5001 – 10000	23	0.7244	1,80,963	1.4477
10001 – 50000	44	1.3858	12,46,764	9.9741
50001 – 100000	16	0.5039	11,66,073	9.3286
100000 and above	16	0.5039	91,07,943	72.8635
TOTAL	3175	100%	1,25,00,000	100%

(l) Dematerialisation of shares and liquidity:

The Company had signed tripartite agreements with NSDL, CDSL, Registrar, and Share Transfer Agents in November, 2000. Dematerialization facility is available for shareholders. Out of the total number of 1,25,00,000 shares of the company; 12072462 number of shares (96.57%) have been dematerialized as on 31.03.2019.

(m) The Company has not till date issued any GDRs/ADRs/warrants or any convertible instruments pending for conversion and thus none was outstanding as on 31.03.2019.

(n) Commodity price risk or Foreign Exchange Risk and hedging activities : NIL

(o) Plant Locations:

Sponge Iron Plants	1) Plot No.A1, A3, A5, A7, Phase-V, Adityapur Industrial Area, Ghamaria, Jamshedpur- 832 108, (Jharkhand).
Hydrocarbon/LPG Gas Bottling Plants	2) Uluberia Industrial Growth Centre, Uluberia, Howrah, West Bengal, Pin – 711 315 (Leased out)
	3) Village: Kisnapur, Near Urdana Check Post, Raigarh-496001 (Chhattisgarh).

(p) **Address for correspondence:**

The Shareholders may address their communications, suggestions, grievances and queries to:

1. Mr Vishesh Chhibbar (Compliance Officer) E-mail: ashirwadsteels@gmail.com
2. Mr. Lalit Kishore Choudhury (Chairperson of Stakeholders Relationship Committee)
C/o. Ashirwad Steels & Industries Limited
6, Waterloo Street, 5th floor, Suite No.506,
Kolkata-700 069, West Bengal.
Phone No. 91-033-22430372/76
E-mail :ashirwadsteels@gmail.com/lkchoudhury@gmail.com
Website : www.ashirwadsteels.com

13. OTHER DISCLOSURES AND STATEMENTS (Pursuant to Schedule – V of SEBI’s LODR Regulations 2015, to the extent applicable) and other matters

- (a) Related Party Transactions – The Company has paid Rs.3,00,000/- as office rent to a Related Party and has also paid Rs.9,00,00/- as remuneration to Dalbir Chhibbar, the Managing Director in the ordinary course and such payments are not considered as material requiring approval of the shareholders.
- (b) There are no non-compliance by the Company in respect of matters related to Capital Market during the last three years.
- (c) The company has established a Vigil Mechanism and it ensures that no person is unnecessarily victimized nor in appropriate cases is denied access to the chairperson of the Audit Committee.
- (d) The Company has not yet adopted discretionary requirements as specified in SEBI (LODR) Regulation 34(3) read with Part – E of Schedule II.
- (e) The Practicing Company Secretary Mr. Shankar Patnaik , partner of Patnaik & Patnaik, Company Secretaries, has given a certificate regarding compliance of conditions of corporate governance and the same is annexed to this Board report and forms part of the Board Report.
- (f) The Managing Director of the Company has given a declaration and certificate that Members of board of Directors and Senior Management employees have affirmed compliance with the prescribed Code of conduct for them.
- (g) The extract of the Annual Return pursuant to Section 92(3) of the Companies Act 2013 read with Rule – 12 of the Cos.(Management & Administration) Rules 2014 in the prescribed Form : MGT 9 is annexed to and forms part of this Board Report. The Annual Return of the previous financial year ended 31.03.2018 in the prescribed form MGT – 7 was duly certified by M/s. Patnaik & Patnaik, Company Secretaries, in the prescribed Form : MGT – 8 on 24.10.2018.
- (h) Half-yearly declaration of results of financial performances including summary of the significant events are not sent to the shareholders of the Company as quarterly results are regularly published in newspapers.
- (i) To the best of knowledge of your Board; there are no shares lying in the demat suspense account or unclaimed suspense account.
- (j) The Company maintains a Website under the name www.ashirwadsteels.com
- (k) The Company does not have any stock options scheme at present for employees or any other directors. The Company has also put in place a framework to avoid insider trading and abusive self-dealing and for equitable treatment of all shareholders. The Company has a policy, as approved by the Board, for preservation of documents specifying therein documents which shall be preserved permanently and other documents which shall be preserved for not less than 8 years with option to preserve in electronic mode.
- (l) As mandated by SEBI; the Company has framed policies with respect to Related Party Transactions, Preservation of Documents, Disclosure on Material Subsidiary, Disclosure of Materiality of events or informations and Code of Conduct for Independent Directors and such policies are available at the Company’s Official Website i.e. www.ashirwadsteels.com for the reference and benefit of all Stakeholders.
- (m) This Annual Report of the Board, to the best of its knowledge and belief, has been prepared and presented in accordance with applicable provisions, rules and requirements of Companies Act 2013, Companies (Accounts) Rules 2014, Companies (Indian Accounting Standards) Rules 2015 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

For and on behalf of the Board

Place: Kolkata
Dated: 29.05.2019.
Regd. Office: 6, Waterloo Street,
Room No. 506, 5th floor,
Kolkata – 700 069

Dalbir Chhibbar
Managing Director
(DIN :00550703)
Vishesh Chibbar
Director
(DIN 03553892)

INDEPENDENT AUDITOR’S REPORT

To
**The Members of
 Ashirwad Steels & Industries Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Ashirwad Steels & Industries Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (here in after referred to as “the standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Description of Key Audit Matter

Revenue recognition (refer notes 2.9.1 and 23 (ii) & (iv) to the Financial Statements)

Sr. No.	Key Audit Matter	How the matter was addressed in our audit
1.	<p>Accuracy of recognition, measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115 “Revenue from Contracts with Customers” (new revenue accounting standard) Revenue is recognized when the control of the underlying products has been transferred to the customer.</p> <p>Revenue is measured net of discounts, rebates and incentives earned by customers on the Company’s sales if any.</p>	<p><i>Our audit procedures included:</i></p> <p>We assessed the Company’s process to identify the impact of adoption of the new revenue accounting standard.</p> <p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <ul style="list-style-type: none"> • Evaluated the design of internal controls relating to Implementation of the new revenue accounting standard. • Assessing the appropriateness of the revenue recognition, accounting policies, including those relating to discounts, rebates and incentives by comparing applicable accounting standards.

Sr. No.	Key Audit Matter	How the matter was addressed in our audit
	<p>The Company has evaluated its performance obligations relating to various arrangements on sales to customers, consequently followed the modified retrospective method with effect from April 1, 2018 and revenue from operations remains unchanged for the year ended March 31, 2019. Comparatives have not been restated; however, these do not have any impact on the profit.</p> <p>We identified Revenue recognition as a key audit matter because of the management judgment involved in determining the application of key judgments relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period.</p>	<ul style="list-style-type: none"> • Testing the design, implementation and operating effectiveness of the Company's general IT controls over the Company's systems and manual controls which govern recording of revenue and discounts, rebates and incentives in the general ledger accounting system. • Performing substantive testing (including year- end cut off testing) by selecting samples of revenue transactions recorded during the year (and before and after the financial year end) by verifying the underlying documents, which included sales invoices/contracts and other documents. • Comparing the historical discounts, rebates and incentives to current payment trends. We also considered the historical accuracy of the Company's estimates in previous years. • Considered the adequacy of the Company's disclosures in respect of revenue.
Disposal of one of the divisions (Sponge Iron Plants) (refer note 32 to the Financial Statements)		
2.	<p>On January 21, 2019, the Company consummated the sale and transfer of one of its undertaking/division "Sponge Iron Plant" situated at (Telangana, district Nalgonda, Village & Post: Veliminedu) by way of a slump sale on a going concern basis to M/s MPL Steel Industries Private Limited as per Business transfer agreement dated November 22, 2018.</p> <p>Aggregate consideration received from the affected slump sale was Rs. 1800 Lacs as against the said unit's net worth (based upon the book value of assets & liabilities as on October 31, 2018) being Rs. 535.15 Lacs. The resultant profit on sale of such undertaking/division amounted to Rs.1264.85 Lacs is included in 'Other Income' of the current period.</p> <p>Given the size of the transaction and judgment necessary to dispose off such undertaking/division and further due to their materiality in the context of total assets of the company and to determine required disclosures, this is a key audit matter.</p>	<p><i>Our audit procedures included:</i></p> <ol style="list-style-type: none"> 1. We have checked the business transfer agreement dated 22nd November, 2018 and the transaction has been completed in accordance with terms & conditions contained therein. 2. The said agreement was approved by the Board of Directors at their duly convened meeting and the necessary disclosure under SEBI(LODR) Regulation – 2015 was intimated to the Stock Exchange. 3. We have checked the relevant records and minutes of the Board Meeting and we were assured that such sale has been done by taking the prior approval of the Shareholders of the Company through Special Resolution by way of Postal Ballot Process (vide Postal Ballot Notice dated 25.06.2018). 4. We have checked the Books of Accounts and Bank Statements and confirm that the entire sale consideration of Rs.1800.00 lacs was received by the Company.

Litigations and claims (refer notes 2.3.4, 2.14,33 (2) to the Financial Statements)		
Sr. No.	Key Audit Matter	How the matter was addressed in our audit
3.	<p>The Company is having litigation with Central Coalfields Ltd., Ranchi with particulars as mentioned in Note No. 33(2) to the financial statements.</p>	<p>Our audit procedures included:</p> <ol style="list-style-type: none"> 1. We have checked up all the relevant correspondence with the CCL for the last several years since the dispute/litigation started with them. 2. We have also checked all the relevant legal petitions, applications, affidavits, rejoinders, inter locutory applications as filed by the Company with Hon'ble High Court at Ranchi. 3. As the matter is sub-judiced for over seven years; the Management based on it's prudential judgement has written off an amount of Rs.114.30 lacs as advance given for Coal purchase to the said CCL during the F.Y.:2010-11
<p>ASSESSMENT OF BUSINESS MODEL FOR CLASSIFICATION AND MEASUREMENT OF FINANCIAL ASSETS (Refer Notes 2.6, 33 (9) to the Financial Statements)</p> <p>Financial assets classified at Amortised cost: Rs. 3244.27 lakh as at March 31, 2019</p> <p>Financial assets classified at FVOCI: Rs. 1190.91 lakh as at March 31, 2019</p> <p>Financial assets classified at FVTPL: Nil as at March 31, 2019</p>		
4.	<p>Classification and measurement of financial assets – Business model assessment</p> <p>Ind As 109, Financial Instruments, contain three principal measurement categories for financial assets i.e.</p> <ul style="list-style-type: none"> <input type="checkbox"/> Amortised cost <input type="checkbox"/> Fair value through Other Comprehensive Income (FVOCI) and <input type="checkbox"/> Fair value through Profit and Loss (FVTPL) <p>The term 'business model' refers to the way in which the Company manages its financial assets in order to generate cash flows. That is, the Company's business model determines whether cash flows will result from contractual cash flows, selling the financial assets or both.</p> <p>We identified business model assessment as a key audit matter because of the management judgment involved in determining the intent of purchasing and holding a financial asset which could lead to different classification and measurement outcomes of the financial assets and its significance to the financial statements of the Company.</p>	<p>Our audit procedures included:</p> <p>Design / controls</p> <ul style="list-style-type: none"> • Assessing the design, implementation and operating effectiveness of key internal controls over management's intent of purchasing a financial assets and classification of such financial assets on the basis of management's intent (business model). • For financial assets classified at Amortized cost, we tested controls over the classification of such assets and subsequent measurement of assets at Amortized cost • For financial assets classified at FVOCI, we tested controls over the classification of such assets and subsequent measurement of assets at fair value. <p>Substantive tests.</p> <ul style="list-style-type: none"> • Test of details over classification and measurement of financial assets in accordance with management's intent. (Business model). • We selected a sample of financial assets to test whether their classification as at the balance sheet date is in accordance with management's intent. • We selected a sample (based on quantitative thresholds) of financial assets sold during the year to check whether there have been any sales of financial assets classified at amortized cost, FVOCI or FVTPL. • We have also checked that there have been no reclassifications of assets in the current period.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance, conclusion thereon.

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

Based on the work we have performed, we conclude that there is no material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit and other comprehensive income, changes in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate,

makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

- (i) planning the scope of our audit work and in evaluating the results of our work; and
- (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraph 3 and 4 of the order, to the extent applicable.
- 2) As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The standalone Balance Sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, as may be amended.
 - e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to best of our information and according to the explanations given to us:
 - i) The Company has disclosed the impact of pending litigations as at March 31, 2019 on its financial position in its standalone financial statements (Refer note 33 to the standalone financial statements).
 - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- 3) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

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

For and on behalf of

M.R.SINGHWI & CO

Chartered Accountants

Firm Registration Number: 312121E

CA M R SINGHWI

Partner

Membership Number: 050650

Place: Kolkata

Date: 29.05.2019

Annexure - A to the Independent Auditors' Report

With reference to the Annexure A referred to in the Independent Auditor's Report to the members of the Company on the standalone financial statements for the year ended March 31, 2019, we report the following:

- i. In respect of the Company's Property, plant and equipment:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
 - (b) The Company has physically verified all the major property, plant and equipment as per a phased program of verification. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. The discrepancies reported on such verification were not material and have been properly dealt in the books of accounts.
 - (c) According to the information and explanations given to us, and the records examined by us and based on the examination of the records/deeds provided to us, we report that the title deeds of all the immovable properties other than self-constructed immovable properties (Building and Factory sheds etc.) are held in the name of the Company.
- ii. As per the information furnished to us, the management has conducted physical verification of inventory at reasonable intervals during the year wherever possible and required, and the discrepancies noticed have been properly dealt with in the books.
- iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, paragraphs 3(iii), (a), (b) and (c) of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable. No loan has been given to any director of the Company.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public within the meaning of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder and hence no reporting on this account is required.
- vi. Since the net worth of the Company is less than Rupees one hundred and fifty crores and the turnover in respect of Sponge iron is less than Rupees thirty-five crores, the requirement of maintenance of cost records is not necessary as per relevant provisions of the Companies Act, 2013.
- vii. The Company is generally regular in depositing undisputed statutory dues including staff provident fund, Employees' State Insurance, Income Tax, Excise Duty, Cess, Goods and Services Tax, and other material statutory dues as applicable to it.
- viii. In our opinion there is no amount required to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules framed thereunder.
- ix. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
- x. In our opinion and according to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- xi. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xii. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xiii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiv. In our opinion and according to the information and explanations given to us, the Company is in compliance with

Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xvi. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with them.
- xvii. In our Opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3 (xvi) of the Order is not applicable to the Company.

For and on behalf of

M.R.SINGHWI & CO

Chartered Accountants

Firm Registration Number: 312121E

CA M R SINGHWI

Partner

Membership Number: 050650

Place: Kolkata

Date: 29.05.2019

Annexure - B to the Independent Auditors' Report

With reference to the Annexure B referred to paragraph 1A (f) under Report on Other Legal and Regulatory Requirements of the Independent Audit Report to the members of the Company on the standalone financial statements for the year ended March 31, 2019, we report the following:

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

Opinion

We have audited the internal financial controls with reference to standalone financial statements of **ASHIRWAD STEELS & INDUSTRIES LIMITED** ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at March 31, 2019, based on the internal control with reference to standalone financial statements 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 (the 'Guidance Note').

Management's Responsibility for Internal Financial Controls

The Company's Management and the Board of Directors of the Company are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential component of stated in the Guidance Note issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effective 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 standalone 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 with reference to standalone financial statement.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control with reference to standalone financial statement 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 with reference to standalone financial statement includes those policies and procedures that:-

- (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (ii) 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
- (iii) 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 with Reference to Financial Statements

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

For and on behalf of**M.R.SINGHWI & CO**

Chartered Accountants

Firm Registration Number: 312121E

CA M R SINGHWI

Partner

Membership Number: 050650

Place: Kolkata

Date: 29.05.2019

ASHIRWAD STEELS & INDUSTRIES LIMITED

Balance Sheet as at 31st March, 2019

(Rupees in Lacs)

	Particulars	Note No.	As at 31st March 2019	As at 31st March 2018
I.	ASSETS			
	(1) Non-current assets			
	(a) Property, Plant and Equipment	4	487.67	739.96
	(b) Financial assets			
	(i) Investments	5	1,190.91	886.90
	(ii) Other financial assets	6	2,453.23	2,042.71
	(c) Non-Current tax assets	7	56.82	65.23
	(d) Other non-current assets	8	52.26	196.59
	Total Non-current assets		4,240.89	3,931.38
	(2) Current assets			
	(a) Inventories	9	930.98	546.42
	(b) Financial assets			
	(i) Trade and other receivables	10	49.97	184.72
	(ii) Cash and cash equivalents	11	41.21	346.92
	(iii) Loans	12	600.00	425.00
	(iv) Other financial assets	13	99.86	73.72
	(c) Current tax assets (net)	14	18.43	-
	(d) Other current assets	15	183.91	51.50
	Total Current Assets		1,924.36	1,628.29
	Total Assets(1+2)		6,165.25	5,559.67
II.	EQUITY AND LIABILITIES			
	(1) Equity			
	(a) Share Capital	16	1,250.00	1,250.00
	(b) Other Equity	17	4,813.26	4,018.14
	Total Equity		6,063.26	5,268.14
	(2) Non-current liabilities			
	(a) Financial liabilities			
	(i) Other financial liabilities	18	6.54	6.35
	(b) Deferred Tax liabilities (net)	19	62.51	87.12
	Total Non-current liabilities		69.05	93.47
	(3) Current liabilities			
	(a) Deferred Income	20	0.44	-
	(b) Current tax liabilities (Net)	21	-	13.39
	(c) Other current liabilities	22	32.50	184.66
	Total Current liabilities		32.94	198.05
	Total Equity and Liabilities (1+2+3)		6,165.25	5,559.67
	Notes forming part of the financial statements	1 to 33		
	(The accompanying notes 1 to 33 are an integral part of the financial statements)			

As per our report of even date attached

For **M R Singhwi & CO.**
Chartered Accountants
Firm Registration No: 312121E

CA. Mahesh Raj Singhwi
Partner

Place of Signature : Kolkata
Date : 29.05.2019

Membership No- 050650

For and on behalf of the Board of Directors

Dalbir Chhibbar : *Managing Director*
DIN:00550703

Vishesh Chhibbar : *Director*
DIN: 03553892

Chandra Prakash Srivastava : *Chief Financial Officer*

ASHIRWAD STEELS & INDUSTRIES LIMITED
STATEMENT OF PROFIT AND LOSS for the year ended March 31, 2019

(Rupees in Lacs)

Particulars	Note No	Year ended 31st March 2019	Year ended 31st March 2018
I Revenue from operations	23	276.47	2,304.54
II Other Income	24	1,473.58	178.43
III Total Income(I+II)		1,750.05	2,482.97
IV Expenses:			
Cost of Materials consumed	25	88.91	2,106.55
Excise Duty on sale of goods	23	-	77.83
Changes in inventories of finished goods	26	107.47	(116.18)
Employee benefits expense	27	62.38	53.32
Finance costs	28	2.50	11.15
Depreciation and amortization expense	4	45.86	62.16
Other expenses	29	481.45	249.51
Total Expenses (IV)		788.57	2,444.36
V Profit before exceptional items and tax (III - IV)		961.48	38.61
VI Exceptional Items		-	-
VII Profit before tax (V - VI)		961.48	38.61
VIII Tax expense :	30		
(1) Current tax		255.13	21.58
(2) Deferred tax		(46.07)	(34.77)
Total tax expense		209.07	(13.19)
IX Profit for the year (VII - VIII)		752.42	51.80
X Other Comprehensive Income / Loss	31		
(A) (i) Items that will not be reclassified to profit or loss			-
(a) Fair value changes of Investments in equity shares		64.15	(6.86)
(ii) Income tax relating to items that will not be recycled to profit or loss		(21.44)	(2.05)
Total other Comprehensive Income / Loss		42.71	(4.80)
XI Total Comprehensive Income for the year (IX + X)		795.13	46.99
(Comprising of profit and other comprehensive income for the year)			
XII Earnings per equity share (Nominal value per share Rs 10/-)			
Basic and diluted (Refer Note no. 33 (6))		6.02	0.41
Number of shares used in computing earnings per share			
Basic and diluted (Refer Note no. 33 (6))		12,500,000	12,500,000
Notes forming part of the financial statements	1 to 33		
(The accompanying notes 1 to 33 are an integral part of the financial statements)			

As per our report of even date attached

For **M R Singhwi & CO.**
Chartered Accountants
Firm Registration No: 312121E

CA. Mahesh Raj Singhwi
Partner

Place of Signature : Kolkata

Date : 29.05.2019

Membership No- 050650

For and on behalf of the Board of Directors

Dalbir Chhibbar : Managing Director
DIN:00550703

Vishesh Chhibbar : Director
DIN: 03553892

Chandra Prakash Srivastava : Chief Financial Officer

ASHIRWAD STEELS & INDUSTRIES LIMITED**STATEMENT OF CHANGES IN EQUITY for the year ended March 31, 2019****(a) Equity Share capital:**

(Rs in Lacs)

For the year ended March 31, 2019			For the year ended March 31, 2018		
Balance as at April 1, 2018	Changes in equity share capital during the year	Balance as at March 31, 2019	Balance as at April 1, 2017	Changes in equity share capital during the year	Balance as at March 31, 2018
1,250.00	-	1,250.00	1,250.00	-	1,250.00

(b) Other equity :

(Rs in Lacs)

	Reserves and Surplus			Other Comprehensive Income	Total other equity
	Securities premium Reserve	General Reserve	Retained Earnings		
Balance as at April 1, 2018	2,923.44	750.00	344.71	0.00	4,018.14
Changes in equity during the year ended March 31, 2019					
Profit for the year			752.42		752.42
Other Comprehensive income/loss for the year				42.71	42.71
Transfer from/to other Comprehensive income/retained earnings			42.71	(42.71)	-
Balance as at March 31, 2019	2,923.44	750.00	1,139.83	0.00	4,813.26

(b) Other equity : (Cont.)

(Rs in Lacs)

	Reserves and Surplus			Other Comprehensive Income	Total other equity
	Securities premium Reserve	General Reserve	Retained Earnings		
Balance as at April 1, 2017	2,923.44	750.00	297.71	0.00	3,971.15
Changes in equity during the year ended March 31, 2018					
Profit for the year			51.80		51.80
Other Comprehensive income/loss for the year				(4.80)	(4.80)
Transfer from/to other Comprehensive income/retained earnings			(4.80)	4.80	-0.00
Balance as at March 31, 2018	2,923.44	750.00	344.71	0.00	4,018.14

Notes forming part of the financial statements (1 to 33)

(The accompanying notes 1 to 33 are an integral part of the financial statements)

As per our report of even date attached

For **M R Singhwi & CO.**
Chartered Accountants
Firm Registration No: 312121E

CA. Mahesh Raj Singhwi
Partner
Membership No- 050650

Place of Signature : Kolkata
Date : 29.05.2019

For and on behalf of the Board of Directors

Dalbir Chhibbar : Managing Director
DIN:00550703

Vishesh Chhibbar : Director
DIN: 03553892

Chandra Prakash Srivastava : Chief Financial Officer

ASHIRWAD STEELS & INDUSTRIES LIMITED

Cash Flow Statement For The Year Ended 31st March, 2019

(Rupees in Lacs)

Particulars	Year ended 31st March 2019		Year ended 31st March 2018	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit before exceptional items and tax		961.48		38.61
<i>Adjustments to reconcile profit before exceptional items and tax to net cash flow provided by operating activities</i>				
Depreciation and amortisation expense	45.86		62.16	
Finance costs	2.50		11.15	
Interest income	(202.36)		(191.30)	
Income from Dividend	(5.36)		(0.53)	
Income from derivatives transactions	(0.59)		(2.40)	
Sundry balances written off	375.09			
Fair value loss on financial Instruments at FVTPL	-		1.35	
Gain/Loss from sale Investments	38.79		(6.50)	
Income from slump sale of undertaking/division	(1,264.85)		-	
Income from lease rentals	(1.74)		(1.56)	
Loss on sale/discard of property plant and equipment	1.02			
		(1,011.63)		(127.63)
Operating profit/loss before working capital changes		(50.15)		(89.02)
<i>Adjustments to reconcile operating profit to cash flow provided by changes in working capital</i>				
Decrease/(increase) in trade and other receivables	134.75		(184.72)	
Increase/Decrease in Inventories	(384.55)		(320.75)	
Decrease/Increase in other current liabilities	(164.93)		172.09	
Decrease /Increase in other current and financial assets	(142.33)		107.96	
		(557.06)		(225.42)
Cash generated from operations		(607.21)		(314.44)
Tax Expense		(265.00)		(5.00)
Net cash generated from operating activities A		(872.21)		(319.44)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Additions to property, plant & equipment	(215.88)		(1.04)	
Sale of property, plant & equipment	1,800.00		22.64	
Sale of Investments	152.58		39.13	
Interest received inter corporate deposits/fixed deposits	179.40		152.68	
Purchase of equity instruments	(392.44)		(151.66)	
Long term loans & advances	360.16		(227.61)	
Short term loans (other financial assets)	(175.00)		50.00	
Income from Dividend	5.36		0.53	
Income from sale of Non-current Investments	-		6.50	
Income from derivatives transactions	0.59		2.40	
Net cash used in investing activities B		1,714.77		(106.43)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Interest Expense	(2.50)		(11.15)	
Net cash (used in) financing activities C		(2.50)		(11.15)
Net decrease/ Increase in cash and cash equivalents (A+B+C)		840.06		(437.02)
Opening cash and cash equivalents		1,612.53		2,049.55
Closing cash and cash equivalents for the purpose of Cash Flow Statement (Refer Note No. 10)		2,452.59		1,612.53

ASHIRWAD STEELS & INDUSTRIES LIMITED
Cash Flow Statement For The Year Ended 31st March, 2019 (Contd.)

(Rupees in Lacs)

Notes:

- 1) The above Cash Flow Statement has been prepared under the " Indirect Method " as set out in the Indian Accounting Standard (Ind AS)-7 on Statement of Cash Flows
- 2) Cash and cash equivalents do not include any amount which is not available to the Company for its use
- 3) Cash and cash equivalents as at the Balance Sheet date consists of:

Particulars	As at 31st March 2019	As at 31st March 2018
Balances with banks		
On current accounts	30.53	56.25
Cheques on hand	-	276.02
Cash on hand	10.68	14.65
Closing cash and cash equivalents (Refer Note No. 10)	41.21	346.92
Add : Fixed deposits with banks (with more than 12 months maturity)	2,411.38	1,265.60
Closing cash and cash equivalents for the purpose of cash flow statement	2,452.59	1,612.53

As per our report of even date attached

For **M R Singhwi & CO.**
Chartered Accountants

Firm Registration No: 312121E

CA. Mahesh Raj Singhwi
Partner

Place of Signature : Kolkata

Date : 29.05.2019

Membership No- 050650

For and on behalf of the Board of Directors

Dalbir Chhibbar : *Managing Director*
DIN:00550703

Vishesh Chhibbar : *Director*
DIN: 03553892

Chandra Prakash Srivastava : *Chief Financial Officer*

Notes forming part of the Financial Statements

Note No : 1 Corporate Informations

ASHIRWAD STEELS & INDUSTRIES LIMITED (“the Company”) is a public limited company incorporated and domiciled in India. The registered office of the Company is situated at 6, Waterloo Street, 5th Floor, Room No. 506, Kolkata- 700 069, West Bengal, India. The Company’s shares are listed on the BSE Ltd., (Bombay Stock Exchange).

The Company’s main business is to produce Sponge Iron and has one Sponge Iron Plant at Jamshedpur. Besides the Company has two bottling Plants with one located at Uluberia, Howrah, West Bengal (given on lease) and the second one is at Raigarh in the State of Chhattisgarh. The financial statements for the year ended 31st March, 2019 were approved for issue by the Board of Directors of the Company in their meeting held on 29th May, 2019 and is subject to the adoption by the shareholders in the ensuing 33rd Annual General Meeting.

Note No. : 2 Summary of basis of compliance, basis of preparation and presentation, Critical accounting estimates, assumptions and judgements and significant accounting policies

2.1 Basis of compliance

The financial statements comply, in all material aspects, with Indian Accounting Standards (‘Ind AS’) notified under Section 133 of the Companies Act, 2013 (“Act”) read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as ammended) and other relevant provisions of the Act to the extent applicable and applicable guidelines issued by the Securities and Exchange Board of India (‘SEBI’).

2.2 Basis of preparation and presentation

These financial statements have been prepared in accordance with Ind AS on the historical cost basis except for Certain financial instruments which are measured at fair value at the end of each reporting period. Historical cost is generally based on the fair value of the consideration in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

All assets and liabilities have been classified as current or non-current as per the Company’s normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

The financial statements including notes thereon are presented in Indian Rupees (“Rupees” or “Rs.”), which is the Company’s functional and presentation currency. All amounts disclosed in the financial statements including notes thereon have been rounded off to the nearest lacs and thousands as per the requirement of Schedule III to the Act, unless stated otherwise.

2.3 Critical accounting estimates, assumptions and judgements

The preparation of the financial statements requires management to make estimates, assumptions and judgements that effect the reported balances of assets and liabilities and disclosures as at the date of the financial statements and the reported amounts of income and expenses for the periods presented.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates considering different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an on going basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying values of assets and liabilities within the next financial year are discussed below :-

2.3.1 Deferred income tax assets and liabilities

Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits. The amount of total deferred tax assets and liabilities could change if management estimates of projected future taxable income or if tax regulations undergo a change.

2.3.2 Useful lives of property, plant and equipment (‘PPE’)

PPE represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset’s expected useful life and the expected residual value at the end of its life. The useful lives and residual value of the asset are determined by the management when the asset is acquired and reviewed periodically including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their lives, such as change in technology.

2.3.3 Estimated fair value of unlisted securities

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets is determined using valuation techniques including Net Asset Value method , discounted cash flow (DCF) model. Management uses its judgement to select a variety of method / methods and make assumptions that are

mainly based on market conditions existing at the end of each financial year.

The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could effect the reported fair value of financial instruments.

2.3.4 Provisions and contingencies

From time to time, the Company is subject to legal proceedings, the ultimate outcome of each being subject to uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount can be reasonably estimated. Significant judgement is required when evaluating the provision including, the probability of an unfavourable outcome and the ability to make reasonable estimate of the potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances. Contingent liabilities are disclosed in the notes forming part of the financial statements.

Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

2.4 Property, plant and equipment (PPE)

An item of property, plant and equipment is recognised as an asset if it is probable that the future economic benefits associated with the item will flow to the company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of PPE, and also costs incurred subsequently to add to, replace part of, or service it and subsequently carried at cost less accumulated depreciation and accumulated impairment losses, if any.

The cost of an asset includes the purchase cost of materials, including import duties and non-refundable taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use.

The carrying amount of the replaced part is derecognised. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision is met.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss.

During the year, in terms of Ind AS 36 Impairment of Assets, the company has determined impairment loss (if any) in respect of its Assets wherever considered necessary.

Depreciation methods, estimated useful lives and residual value

Freehold land is not depreciated.

Lease-hold land are amortised over the lease term.

Depreciation on other items of PPE is provided on a straight-line basis to allocate their cost, net of their residual value over the estimated useful life of the respective asset as specified in Schedule II to the Companies Act, 2013, except for Power transmission lines and Mobile phones which are depreciated over a period of five years and three years respectively, if any. The estimated useful lives are determined based on assessment made by technical experts, in order to reflect the actual usage of the assets. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The estimated useful lives considered are as follows:

Category	Useful life
Buildings (other than factory building)	60 years
Factory Building	30 years
Plant & Machinery	25 years
Electrical Installation & Equipment (for double shift)	20 years
Generator Set (for Double Shift)	20 years
Laboratory Equipment	10 years
Weighing Machines, Tools & Implements, Pollution Equipments & Fire fighting equipments	25 years
Computer & Accessories	3 years
Office Equipments including Air Conditioners	5 years
Furniture & Fixtures	10 years
Motor Cars	8 years
Motor Cycles & Scooters	10 years

There exists no restrictions or any encumbrances on title by way of any security/ pledge of any property or plant & Equipment against any liability of the company.

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

Capital work in progress ('CWIP')

Projects under commissioning and other CWIP are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost, if any.

Subsequent expenditures relating to property, plant and equipment are capitalised only when it is probable that future economic benefit associated with these will flow to the company and the cost of the item can be measured reliably.

Advances given to acquire property, plant and equipment are recorded as non-current assets and subsequently transferred to CWIP on acquisition of related assets.

2.5 Non-current assets held for sale and discontinued operations

Non-current assets (including disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable.

Non-current assets classified as held for sale are measured at lower of their carrying amount and fair value less cost to sell.

Non-current assets classified as held for sale are not depreciated or amortised from the date when they are classified as held for sale.

Non-current assets classified as held for sale and the assets and liabilities of a disposal group classified as held for sale are presented separately from the other assets and liabilities in the Balance sheet.

A discontinued operation is a component of the entity that has been disposed off or is classified as held for sale and:

- a) represents a separate major line of business or geographical area of operations and;
- b) is part of a single co-ordinated plan to dispose of such a line of business or area of operations.

The results of discontinued operations are presented separately in the Statement of Profit and Loss.

2.6 Financial instruments

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

a) Financial assets

i) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

The financial assets include equity, trade and other receivables, loans and advances, cash and bank balances and derivative financial instruments

ii) Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- 1) At amortised cost,
- 2) At fair value through other comprehensive income (FVTOCI), and
- 3) At fair value through profit or loss (FVTPL).

Debt instruments

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. Transaction costs of financial assets carried at fair value through profit and loss are expensed in the Statement of Profit and Loss.

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the assets.

There are three measurement categories into which Company classifies its debt instruments:

a) Amortised cost

A debt instrument is measured at the amortised cost if both the following conditions are met:

- 1) The asset is held within a business model whose objective is to hold the asset for collecting contractual cash flows, and
- 2) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR

b) Fair value through Other Comprehensive Income ('FVTOCI')

Assets that are held for collection of contractual cash flows and for selling the financial assets, cash flows represent solely payments of principal and interest, are measured at FVTOCI. Movements in the carrying amount are recorded through OCI, except for the recognition of impairment gains or losses, interest revenue which are recognised in the Statement of Profit & Losses.

c) Fair value through Profit and loss ('FVTPL')

Assets that do not meet the criteria for amortised cost or FVTOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL is recognised net in the Statement of Profit and Loss in the period in which it arises. Interest income from these financial assets is included in other income.

Equity investments

All equity investments in the scope of Ind AS 109 are measured at fair value.

Equity instruments included within the FVTPL category, if any, are measured at fair value with all changes recognized in profit or loss. The Company may make an irrevocable election to present in OCI subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in OCI. There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

iii) De-recognition

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset

b) Financial liabilities

(i) Initial recognition and measurement

All financial liabilities are recognised initially at fair value

The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, derivative financial instruments etc.

(ii) Subsequent measurement

For the purpose of subsequent measurement, Financial liabilities are classified in two categories:

- 1) Financial liabilities at amortised cost, and
- 2) Derivative instruments at fair value through profit or loss (FVTPL)

c) Financial Guarantee contracts

Financial guarantee contracts are recognised as a financial liability at the time of issuance of guarantee. The liability is initially measured at fair value and are subsequently measured at the higher of the amount of loss allowance determined, or the amount recognised less, the cumulative amount of income recognised.

d) Derivative financial instruments

Initial recognition and subsequent measurement

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value.

Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

e) Offsetting of financial instruments

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

f) Fair value measurement

Fair value is a market-based measurement, not an entity-specific measurement. Under Ind AS, fair valuation of financial instruments is guided by Ind AS 113 "Fair Value Measurement."

For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement in both cases is the same to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions (i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability).

Three widely used valuation techniques specified in the said Ind AS are the market approach, the cost approach and the income approach which have been dealt with separately in the said Ind AS.

Each of the valuation techniques stated as above proceeds on different fundamental assumptions, which have greater or lesser relevance, and at times there is no relevance of a particular methodology to a given situation. Thus, the methods to be adopted for a particular purpose must be judiciously chosen. The application of any particular method of valuation depends on the company being evaluated, the nature of industry in which it operates, the company's intrinsic strengths and the purpose for which the valuation is made.

In determining the fair value of financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each balance sheet date.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

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

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

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

g) Share capital

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Incremental costs directly attributable to the issuance of new equity shares are recognized as a deduction from equity, net of any tax effects.

2.7 Impairment of Assets

a) Non-financial assets

Property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable.

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

For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

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

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

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

b) Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss.

ECL impairment loss allowance is measured at an amount equal to lifetime ECL.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income or expense in the Statement of Profit and Loss. This amount is reflected under the head "Other expenses" in the profit or loss. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the Balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

2.8 Inventories

a) Inventories (other than By-products and scraps) are valued at lower of cost and net realisable value after providing for obsolescence and other losses, if any.

Cost of inventory comprises of purchase price, cost of conversion and other directly attributable costs that have been incurred in bringing the inventories to their respective present location and condition. Borrowing costs are not included in the value of inventories.

The cost of inventories is computed on FIFO (First in First Out) basis.

Net realisable value (NRV) is the estimated selling price in the ordinary course of business less estimated costs of completion and the estimated costs necessary to make the sale.

b) By-products and scraps are valued at net realisable value (if any)

2.9 Revenue recognition

2.9.1 Sale of goods

Revenue is recognised upon transfer of control of promised goods to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those goods.

Revenue from the sale of goods is recognised at point in time when control is transferred to the customer which is usually on dispatch / delivery of goods, based on contracts with the customers.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions, incentives, and returns, if any, as specified in the contracts with customers. Revenue excludes taxes collected from customers on behalf of the government. Accruals for discounts/incentives and returns are estimated (using the most likely method) based on accumulated experience and underlying schemes and agreements with customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.

The Company has adopted Ind AS 115 Revenue from contracts with customers, with effect from April 1, 2018. Ind AS 115 establishes principles for reporting information about the nature, amount, timing and uncertainty of revenues and cash flows arising from the contracts with its customers and replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. Ind AS 115 Revenue from contracts with customers permits either the full retrospective or the modified retrospective method.

The Company has adopted 'modified retrospective' method whereby the effect of applying this standard is recognised at the date of initial application (i.e. April 1, 2018). Accordingly the comparative information in the Statement of Profit & Loss is not restated.

The impact of the adoption of the standard on the financial statements of the Company is given in note

2.9.2 Interest income

For all debt instruments measured either at amortised cost or FVTOCI, interest is recorded using EIR method.

2.9.3 Dividend Income

Dividend income is accounted for when Company's right to receive the income is established.

2.10 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset and the arrangement conveys a right to use the asset even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to the transition date, i.e. 1st April, 2017, the Company has determined whether the arrangements contain lease on the basis of facts and circumstances existing on the date of transition.

a) When the Company is a lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases under which substantially all the risks and rewards of ownership are transferred to the Company are classified as finance leases.

Payment made under operating leases are recognized as expense in the Statement of Profit and Loss on a straight line basis over the lease term, unless the receipts are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increase.

b) When the Company is a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Where the escalation of lease rentals is in line with the expected general inflation so as to compensate the lessor for expected inflationary cost, the increases in the rentals is not straight lined

2.11 Employee benefits

a) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

b) Defined contribution plans

Payments to a defined contribution benefit scheme for eligible employees in the form of superannuation fund are charged as an expense as they fall due. The Company does not carry any further obligation, apart from the contributions made.

c) Defined benefit plans

The Company doesn't operates a defined benefit gratuity plan, which requires contributions to be made to the recognised fund. Hence Company doesn't Carry out the Acturial valuation.

2.12 Segment Reporting

Company is into a single line of business and doesn't have any Reportable Segment , hence Reporting requirements as per Ind AS 108 is not applicable.

2.13 Income tax

Income tax expense comprises current tax and deferred tax and is recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in OCI or in OCI.

a) Current income tax

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

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

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

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

b) Deferred income tax

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

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

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

Unrecognised deferred tax assets are re-assessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

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

Deferred tax assets include a credit for the Minimum Alternate Tax ('MAT') paid in accordance with the tax laws, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. MAT asset is recognised as deferred tax assets in the Balance Sheet when the asset can be measured reliably, and it is probable that the future economic benefit associated with the asset will be realised.

2.14 Provisions, contingent liabilities and contingent assets

- a) A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are not recognised for future operating losses.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

When discounting is used, the increase in the passage of time is recognized as finance costs.

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

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to provision is presented in the Statement of Profit and Loss, net of any reimbursement.

- b) A contingent liability is not recognised in the financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote.

If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognized in the financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).

- c) A contingent asset is not recognised in the financial statements, however, is disclosed, where an inflow of economic benefits is probable.

When the realisation of income is virtually certain, then the related asset is no longer a contingent asset, and is recognised as an asset.

d) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

2.15 Dividend

Final dividend (if declared) on shares is recorded as a liability on the date of approval by the shareholders and interim dividends (if declared) are recorded as a liability on the date of declaration by the Company's Board of Director's

2.16 Earnings per Share

- a) Basic earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares outstanding during the year.
- b) Diluted earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares.

2.17 Cash and cash equivalents

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

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

2.18 Cash Flow Statement

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

3. Recent Accounting Pronouncements which are not yet effective

IND AS 116 - LEASES:

The Company is required to adopt Ind AS 116, Leases from April 1, 2019. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items.

Lessor accounting remains similar to the current standard - i.e. lessors continue to classify leases as finance or operating leases. It replaces existing leases guidance, Ind AS 17, Leases.

The Company is in the process of completing its detailed assessment and the quantitative impact of adoption of Ind AS 116 on the Financial Statements in the period of initial application is not reasonably estimable as at present.

3.1 Amendments to Ind AS 12 - Income Taxes (Appendix C - Uncertainty over Income Tax Treatments):

This interpretation, which will be effective from April 1, 2019, clarifies how entities should evaluate and reflect uncertainties over income tax treatments, in particular when assessing the outcome a tax authority might reach with full knowledge and information if it were to make an examination. The Company is in the process of evaluating the impact of this amendment on its financial statements.

NOTE NO : 4 PROPERTY, PLANT AND EQUIPMENT

(Amounts in Rupees)

Particulars	Property, Plant and Equipment										Total			
	Land (Free hold)	Land (Lease hold)	Buildings	Plant and Equipment	Office Equipment	Furniture and fixtures	Motor Vehicles							
Gross block														
Gross carrying amount as at April 1, 2018	1,328,675	2,990,304	18,731,740	186,925,330	1,652,559	348,740	6,838,567	218,815,915						
Additions during the year	-	-	335,759	20,676,134	89,714	-	822,063	21,923,670						
Disposals /Deductions during the year	1,112,718	-	6,329,417	104,526,709	348,925	275,501	5,054,944	117,648,214						
Gross carrying amount as at March 31, 2019	215,957	2,990,304	12,738,083	103,074,755	1,393,348	73,239	2,605,686	123,091,371						
Depreciation /amortisation/ impairment														
Accumulated depreciation/ amortisation as at April 1, 2018	-	794,272	10,059,889	126,547,946	1,493,471	318,268	5,606,478	144,820,324						
Depreciation/ amortisation for the year	-	49,953	505,498	3,738,927	45,924	3,289	242,495	4,586,086						
Disposals /Deductions during the year			2,722,606	67,141,730	340,372	251,893	4,625,853	75,082,454						
Accumulated depreciation/ amortisation as at March 31, 2019	-	844,225	7,842,782	63,145,142	1,199,023	69,664	1,223,120	74,323,957						
Net carrying amount as at March 31, 2019	215,957	2,146,079	4,895,301	39,929,612	194,325	3,575	1,382,566	48,767,414						
Net carrying amount as at April 1, 2018	1,328,675	2,196,032	8,671,851	60,377,384	159,088	30,472	1,232,089	73,995,590						
Gross block														
Gross carrying amount as at April 1, 2017	1,328,675	5,253,804	18,731,740	186,925,330	1,548,653	348,740	6,838,567	220,975,509						
Additions during the year	-	-	-	-	103,906	-	-	103,906						
Disposals /Deductions during the year	-	2,263,500	-	-	-	-	-	2,263,500						
Gross carrying amount as at March 31, 2018	1,328,675	2,990,304	18,731,740	186,925,330	1,652,559	348,740	6,838,567	218,815,915						
Depreciation/amortisation/impairment														
Accumulated depreciation/amortisation as at April 1, 2017	-	744,319	9,459,628	121,382,132	1,467,386	311,691	5,238,847	138,604,003						
Depreciation/amortisation for the year	-	49,953	600,261	5,165,814	26,085	6,577	367,631	6,216,321						
Disposals/Deductions during the year	-	-	-	-	-	-	-	-						
Accumulated depreciation/amortisation as at March 31, 2018	-	794,272	10,059,889	126,547,946	1,493,471	318,268	5,606,478	144,820,324						
Net carrying amount as at March 31, 2018	1,328,675	2,196,032	8,671,851	60,377,384	159,088	30,472	1,232,089	73,995,591						
Net carrying amount as at April 1, 2017	1,328,675	4,509,485	9,272,112	65,543,198	81,267	37,049	1,599,720	82,371,506						

ASHIRWAD STEELS & INDUSTRIES LIMITED**Note No. : 5 Investments (Non - Current Assets)**

Particulars	Face Value	Number of Shares	As at 31st March 2019 (Rs in lacs)	Number of Shares	As at 31st March 2018 (Rs in lacs)
(i) Equity instruments					
(1) Designated at fair value through other comprehensive income Fully paid up (Quoted)					
Navketan Merchants Ltd.	10	3,500	0.01	3,500	0.03
Goutam Resources Ltd.	10	20,000	8.10	20,000	8.10
Herald Commerce Ltd.	10	20,000	0.38	20,000	0.38
Electrosteel Steel Ltd.	10	1,000	0.31	50,000	1.20
Monnet Ispat & Energy Ltd.	10	100	0.03	100	0.02
Tata Sponge Iron Ltd.	10	10	0.08	10	0.09
Tata Steels Ltd.	10	100	0.52	100	0.57
Vodafone Idea Ltd.	10	10,000	1.83	2,500	1.90
Sun Pharmaceutical Industries Ltd.	1	2,000	-	2,000	9.90
Bank of India Ltd..	10	5,000	5.21	10,000	10.36
Oriental Bank of Commerce Ltd.	10	25,000	29.06	15,000	13.74
Punjab National Bank Ltd.	2	35,000	33.43	50,000	47.65
Union Bank of India Ltd.	10	20,000	19.12	50,000	47.00
Power Finance Corporation Ltd.	10	10,000	12.31	25,000	21.41
Ashok Leyland Limited	1	10,000	9.13	-	-
Bank of Baroda	2	25,000	32.16	-	-
Coal India Limited	10	5,000	11.86	-	-
Dewan Housing Finance Limited	10	5,000	7.51	-	-
Hindustan Petroleum Corporation Ltd	10	10,000	28.39	-	-
ICICI Bank Limited	2	10,000	40.05	-	-
ITC Limited	1	10,000	29.73	-	-
Indian Oil Corporation Ltd	10	20,000	32.57	-	-
IRB Infrastructure Dev Ltd	10	20,000	28.97	-	-
Manappuram Finance Limited	2	5,000	6.27	-	-
National Alumunium Company Limited	5	40,000	22.18	-	-
NMDC Limited	1	10,000	10.45	-	-
Oil & Natural Gas Corporation Limited	5	15,000	23.96	-	-
Reliance Power Limited	10	75,000	8.51	-	-
Vedanta Limited	1	5,000	9.22	-	-
Yes Bank Limited	2	20,000	55.02	-	-
TOTAL (A)			466.35		162.34

ASHIRWAD STEELS & INDUSTRIES LIMITED**Note No. : 5 Investments (Non - Current Assets) (Contd.)**

Particulars	Face Value	Number of Shares	As at 31st March 2019 (Rs in lacs)	Number of Shares	As at 31st March 2018 (Rs in lacs)
(2) Designated at Cost As Fair value Fully paid up (Unquoted)					
Chhibbar Business & Fiscal Pvt Ltd		1,850,000	352.06	1,850,000	352.06
TOTAL (B)			352.06		352.06
(ii) Preference Shares (Unquoted) Fully paid up					
7.5% Non cumulative convertible Preference Shares of Mas- termind Commodeal Pvt Ltd		4,000	20.00	4,000	20.00
7.5% Non cumulative convertible Preference Shares of Regal Trading (P) Ltd		33,500	167.50	33,500	167.50
7.5% Non cumulative convertible Preference Shares of Sati Mansion (P) Ltd		30,000	150.00	30,000	150.00
7.5% Non cumulative convertible Preference Shares of Vinay Holding Pvt Ltd		7,000	35.00	7,000	35.00
TOTAL (C)			372.50		372.50
TOTAL (D) (A+B+C)			1,190.91		886.90
Aggregate amount of Quoted Investments			466.35		162.34
Aggregate investment designated at fair value through other comprehensive income			1,190.91		886.90
Aggregate market value of Quoted Investments			466.35		162.34

ASHIRWAD STEELS & INDUSTRIES LIMITED

(Rs In Lacs)

Note No. : 6 Other financial assets**Non-current (Unsecured, considered good)**

Particulars	As at 31st March 2019	As at 31st March 2018
Carried at cost		
Deposits & Advances (note a)	41.85	777.11
Others		
Balances with banks	2,411.38	1,265.60
In Fixed Deposit Accounts		
Deposits of more than 12 months maturity		
	2,453.23	2,042.71

Note (a)

Security deposits are of short term duration hence fair value approximates transaction value

Note (b)

Balances with banks includes Fixed deposits under lien for Bank Guarantees of Rs 46.00 lacs issued to Central Coalfields Ltd. (Rs 46.00 lacs as on 31-03-2018)

Note (c)

Balances with banks in deposits accounts include deposits under lien of Rs 730.00 lacs (Rs.1250.00 lacs as on 31.03.2018).

Note No. : 7 Non - Current Tax Assets

Particulars	As at 31st March 2019	As at 31st March 2018
Income tax deducted at source	30.17	30.17
Income tax refundable	26.64	35.06
	56.82	65.23

Note No. : 8 Other Non - Current Assets**Non-Current (unsecured, Considered Goods)**

Particulars	As at 31st March 2019	As at 31st March 2018
Capital Advances		
Advance against land	49.50	49.50
Advance for capital goods	0.00	10.00
Other deposits & advances		
Security deposits with Govt. Departments	2.76	22.79
Advance to suppliers	-	114.30
	52.26	196.59

Note No. : 9 Inventories

Particulars	As at 31st March 2019	As at 31st March 2018
Raw materials	915.14	406.50
Stores & spares	5.89	18.10
Finished goods : Sponge Iron	8.70	116.18
Goods in transit:		
Coal	-	3.92
Others		
Fuel (Diesel oil)	1.24	1.73
	930.98	546.42

ASHIRWAD STEELS & INDUSTRIES LIMITED

(Rs In Lacs)

Note No. : 10 Trade and other receivables**Current (Unsecured, considered good)**

Particulars	As at 31st March 2019	As at 31st March 2018
Trade Receivables (see note)	49.97	184.72
	49.97	184.72

Note :

- a) Allowances for doubtful debt is not considered necessary hence no allowances are made Since trade receivables are outstanding for a period less than six months from the agreed due date for payment hence fair value approximates transaction value
- b) Due to short nature of credit period given to cutomers, there is no financing components in the contract

Note No. : 11 Cash and cash equivalents

Particulars	As at 31st March 2019	As at 31st March 2018
Balances with banks		
On current accounts	30.53	56.25
Cheques on hand	-	276.02
Cash on hand	10.68	14.65
	41.21	346.92

Note:

- (i) Non-cash transactions
The Company has not entered into any non cash investing and financing activities.

Note No. : 12 Loans**Current (Unsecured)**

Particulars	As at 31st March 2019	As at 31st March 2018
Other loans		
Loan to Body Corporates	490.00	275.00
Others	110.00	150.00
	600.00	425.00

Note :

Inter-corporate loans are unsecured and receivable on demand. The purpose of utilisation of loan by the borrowers are for general business purposes.

Since loans are of short duration hence fair value approximates transaction value .

ASHIRWAD STEELS & INDUSTRIES LIMITED

(Rs In Lacs)

Note No. : 13 Other financial assets**Current (Unsecured, considered good)**

Particulars	As at 31st March 2019	As at 31st March 2018
Interest accrued on Bank Fixed Deposits	82.00	59.04
Interest accrued on Security Deposit for Electricity	1.45	2.53
Interest Receivable on Loan Given	16.41	12.15
	99.86	73.72

Note No. : 14 Current Tax Assets (net)

Particulars	As at 31st March 2019	As at 31st March 2018
Advance Tax	265.00	-
Tax deducted at Source	21.89	
Less: Provision for Income Tax	268.45	-
(Balance brought forward from F.Y 2017-2018)		
	18.43	-

Note No. : 15 Other Current Tax Assets (Unsecured, considered good)

Particulars	As at 31st March 2019	As at 31st March 2018
Advance to suppliers	110.03	33.71
Advance for Expenses	2.05	5.28
Balances with Central Excise, Goods and Services Tax & Vat Authorities	71.84	12.52
	183.91	51.50

ASHIRWAD STEELS & INDUSTRIES LIMITED

(Rs In Lacs)

Note No. : 16 Share Capital

Particulars	As at 31st March 2019		As at 31st March 2018	
	No of Shares	Rs in Lacs	No of Shares	Rs in Lacs
(a) Authorised				
Equity shares of par value Rs. 10/- each	12,500,000	1,250.00	12,500,000	1,250.00
(b) Issued, subscribed and fully paid up	12,500,000	1,250.00	12,500,000	1,250.00
Equity shares of par value Rs. 10 /- each				
		<u>1,250.00</u>		<u>1,250.00</u>

(c) Reconciliation of number and amount of equity shares outstanding

Particulars	As at 31st March 2019		As at 31st March 2018	
	No of Shares	Rs in Lacs	No of Shares	Rs in Lacs
At the beginning of the year	12,500,000	1,250.00	12,500,000	1,250.00
At the end of the year	12,500,000	1,250.00	12,500,000	1,250.00

- (d) The Company has only one class of equity shares. The holders of equity shares are entitled to receive dividend as declared from time to time and are entitled to one vote per share.**
- (e) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.**
- (f) The company is neither a holding company nor a subsidiary company.**
- (g) Shareholders holding more than 5 % of the equity shares in the Company.**

Name of the Shareholder	As at 31st March 2019		As at 31st March 2018	
	No of Shares	% of holding	No of Shares	% of holding
Chhibbar Business & Fiscals Pvt Ltd	2267633	18.14	2267633	18.14
Doyang Wood Products Ltd	931476	7.45	931476	7.45
Sohini Suppliers Pvt Ltd	1233972	9.87	1233972	9.87
Purnavasv Vyapaar Pvt Ltd	881900	7.06	881900	7.06

- (h) There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestments**
- (i) For the period of 5 years immediately preceding the date as at which the Balance Sheet is prepared**

Name of the Shareholder	As at 31st March 2019		As at 31st March 2018	
	No of Shares		No of Shares	
(a) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash	NIL		NIL	
(b) Aggregate number and class of shares allotted as fully paid by way of bonus shares	NIL		NIL	
(c) Aggregate number and class of shares bought back	NIL		NIL	

- (j) There were no securities issued having a term for conversion into equity / preference shares.**
- (k) There are no calls unpaid in respect of Equity Shares issued by the Company**
- (l) There are no forfeited shares by the Company**

ASHIRWAD STEELS & INDUSTRIES LIMITED

(Rs In Lacs)

Note No. : 17 Other Equity

Particulars	As at 31st March 2019	As at 31st March 2017
(a) Securities Premium Reserve		
Balance as per last account	2923.44	2923.44
(b) General Reserve		
Balance as per last account	750.00	750.00
(c) Retained Earnings		
Balance as per last account	344.70	297.71
Add : Net Profit for the Year	752.42	51.79
Add : Transfer from Other Comprehensive Income	42.71	(4.80)
	<u>1,139.82</u>	<u>344.70</u>
(d) Other Comprehensive Income		
Balance as per last account	-	-
Add : Other Comprehensive Income for the Year	42.71	(4.80)
Less : Transfer to retained earnings	(42.71)	4.80
	<u>-</u>	<u>-0.00</u>
	4813.26	4018.14

Note :

- Securities premium is used to record the premium on issue of shares. The reserve is eligible for utilization in accordance with the provisions of the Companies Act 2013.
- General reserve represents amounts appropriated out of retained earnings based upon the provisions of the Act prior to its amendment.
- Other Comprehensive income ('OCI') represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through Other Comprehensive income ('OCI') net of Tax.

Note No. : 18 Other Financial Liabilities

(i) Non - Current

Particulars	As at 31st March 2019	As at 31st March 2018
At Amortised Cost		
Security deposit for lease rent	4.54	5.00
Other deposit (DRC) at cost	2.00	-
	<u>6.54</u>	<u>5.00</u>
(ii) Current		
Carried at fair value through profit or loss		
Derivative Contract Put Options	-	1.35
	<u>6.54</u>	<u>6.35</u>

Note :

- Security deposit for lease rent is carried at amortised cost using EIR of 10%

ASHIRWAD STEELS & INDUSTRIES LIMITED

(Rs In Lacs)

Note No. : 19 Deferred tax liabilities (net)

As at 31st March 2019

Particulars	Opening Balance	Recognised in Profit or loss	Reclassified from equity to profit or loss	Recognised in Other Comprehensive Income	Closing Balance
Tax effect of items constituting deferred tax liabilities					
Depreciation	115.16	(71.39)	-	-	43.78
Investment	(2.71)	-	-	21.44	18.73
	112.45			21.44	62.51
Tax effect of items constituting deferred tax assets					
Carried forward tax losses / unabsorbed depreciation	25.32	(25.32)	-	-	0.00
	25.32	(25.32)	-	-	0.00
Net deferred tax liabilities / expense	87.13	(46.07)		21.44	62.51
As at March 31, 2018					
Tax effect of items constituting deferred tax liabilities					
Depreciation	149.93	(34.77)	-	-	115.16
Investment	(0.66)	-	-	(2.05)	(2.71)
	149.27	(34.77)	-	(2.05)	112.45
Tax effect of items constituting deferred tax assets					
Carried forward tax losses / unabsorbed depreciation	25.32	-	-	-	25.32
	25.32	-	-	-	25.32
Net deferred tax liabilities / expense	123.95	(34.77)	-	(2.05)	87.12

Note:

In assessing the realisability of the deferred tax assets, management considers whether some portion or all of the deferred tax assets will not be realized.

The ultimate realisation of the deferred tax assets, carried forward losses and unused tax credits is dependent upon the generation of future taxable income during the periods in which the temporary difference become deductible. Management considers the scheduled reversals of deferred tax liabilities, projected future taxable income and the planning strategies in making this assessment. Based on the historical taxable income and projection of future taxable income over the periods in which the deferred tax assets are deductible, management believes that the Company will realise the benefits of those recognised deductible differences, carried forward losses and portion of unused tax credits.

Note No. : 20 Deferred Income

Particulars	As at 31st March 2019	As at 31st March 2018
Deferred Income (on lease rent at amortised cost)	0.44	-
	0.44	-

Note No. : 21 Current tax liabilities (net)

Particulars	As at 31st March 2019	As at 31st March 2018
Provision for taxation	-	18.39
Less: Advance tax	-	5.00
	-	13.39

ASHIRWAD STEELS & INDUSTRIES LIMITED

(Rs In Lacs)

Note No. : 22 Other Current liabilities

Particulars	As at 31st March 2019	As at 31st March 2018
ESI Employer's contribution	0.03	0.07
ESI Employees contribution	0.01	0.03
Provident fund, admin charges etc	0.13	0.35
Creditors for Expenses	17.18	103.73
Statutory liabilities *	4.77	25.31
Advances from customers & Others	10.38	55.17
	32.50	184.66

Note :

(i) *Includes GST (Goods & Services Tax) Rs In Lacs

	4.49	25.13
--	------	-------

Note No. : 23 Revenue from operations

Particulars	As at 31st March 2019	As at 31st March 2018
(a) Sale of goods *	223.57	2,499.01
(b) Other operating revenue		
Sale of Char coal & Kiln dust	-	4.24
Lease Rental Income	87.00	78.00
	310.57	2,581.24
Less : GST	34.10	276.70
Revenue from operations	276.47	2,304.54

(ii) On adoption of Ind AS 115 - Revenue from Contracts with Customers with effect from April 1, 2018, the Company has evaluated its performance obligations relating to various arrangements on sales to customers. Consequently following the 'modified retrospective method, other charges , and revenue from operations remains unchanged for the year ended March 31, 2019 (comparatives have not been restated); however, these do not have any impact on the profit.

(ii)* Recovery of excise duty flows to the entity on its own account because it is a liability of the manufacturers which forms part of the cost of production, irrespective of whether the goods are sold or not sold.

Since the recovery of excise duty flows to the entity on its own account therefore Revenue includes excise Duty and hence Excise duty of Rs 77.83/- lacs is included in the Revenue from sale of Goods for the year 2017-18.

(iii) Sale of Goods post Introduction of GST :

The incidence of GST is on supply of goods or Services and it is recovered from the customer revenue includes only the gross inflows of economic benefits received or receivable by the entity on its own account. Amounts collected on behalf of third parties, i.e., Sales Tax, Goods and Services Tax and Value added taxes are not economic benefits which flow to the entity and do not result in increases in equity, therefore they are excluded from Revenue in increases in equity. Therefore they are excluded from Revenue.

Foot notes:

(iv) Reconcilliation of sales of products	As at 31st March 2019	As at 31st March 2018
Revenue from contract with customers	276.47	2,304.54
Adjustments made to contract price on account of		
a) Discounts/ Rebates/ Incentives	-	-
b) Excise duty invoiced	-	77.83
	276.47	2,226.71

ASHIRWAD STEELS & INDUSTRIES LIMITED

(Rs In Lacs)

Note No. : 24 Other income

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Interest income on financial assets carried at cost		
Current Assets		
Interest on Loans given	70.13	59.22
Interest income on other financial assets		
Non current		
Interest on Bank Fixed Deposits	128.46	102.32
Interest on Security Deposits	2.88	2.99
Interest income on Income Tax Refund	0.88	4.47
Income from Dividend	5.36	0.53
Other non-operating income (net of expenses directly attributable to such income)		
Profit on sale of unit/division by way of slump sale (refer note 32 (c))	1,264.85	
Income from Derivative transactions (F&O)	0.59	2.40
Income from sale of Investments	-	6.50
Unrealised lease rent at amortised cost	0.44	
	<u>1,473.58</u>	<u>178.43</u>

Note No. : 25 Cost of materials consumed

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Raw Material consumed	88.91	2,106.55
	<u>88.91</u>	<u>2,106.55</u>

Note No. : 26 Changes in inventories of finished goods.

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Opening Stock		
Finished Goods(Sponge Iron)	116.18	-
Less : Closing Stock		
Finished Goods(Sponge Iron)	8.70	116.18
	<u>107.47</u>	<u>(116.18)</u>

Note No. : 27 Employee benefits expense

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Salaries and wages, including bonus	57.09	47.23
Contribution to Provident fund, ESI , etc	1.86	3.04
Staff welfare Expenses	2.23	2.52
Gratuity	1.19	0.53
	<u>62.38</u>	<u>53.32</u>

ASHIRWAD STEELS & INDUSTRIES LIMITED

(Rs In Lacs)

Note No. : 28 Finance costs

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Interest expense		
Bank Overdraft	2.08	11.15
Unrealised Interest on Security deposit at amortised cost	0.41	
	<u>2.50</u>	<u>11.15</u>

Note No. : 29 Other expenses

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Consumption of stores and spare parts	11.21	23.59
Power and fuel	25.50	124.48
Rent	3.00	8.24
Repairs & Insurance		
Plant and Equipment	28.55	38.11
Others	0.21	0.97
Insurance	0.44	0.19
Rates & Taxes (excluding Income Tax)		
Other Rates & Taxes	3.95	8.22
Sales Tax, Excise, Service tax & (CST & VAT Demand)	1.13	0.03
Payments to auditor		
As auditor for statutory audit	0.45	0.45
Tax Audit Fees	0.15	0.15
Internal Audit Fees	0.24	0.24
Review Audit fees	0.20	-
Secretarial Audit Fees	0.50	0.07
Lease cancellation charges (WBIIDC)	-	5.71
Fair value loss on financial instruments at fair value through profit or loss	-	1.35
Professional & legal fees	4.96	0.87
Business promotion Expenses	0.78	15.52
Director sitting fees	0.63	0.33
Sundry balances Written Off	375.09	-
Loss on sale of vehicles	1.02	-
General Expenses	3.24	3.01
Listing Fees	2.50	2.50
Bank Guarantee charges	0.54	0.41
Custodial fees	0.69	0.90
Travelling & conveyances	5.43	2.89
Miscellaneous Expenses	11.02	11.31
	<u>481.45</u>	<u>249.51</u>

Note No. : 30 Tax expense

(Rs In Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Current tax	255.07	21.58
Income tax of earlier years	0.07	-
Deferred tax [Refer Note No. 18]	(46.07)	(34.77)
	<u>209.07</u>	<u>(13.19)</u>

Note No. : 31 Other comprehensive income

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Items that will not be reclassified to profit or loss		
Realised gain/ (loss) on sale of investments	(15.13)	
Fair value changes of Investments in equity shares	79.29	(6.86)
Less: Income tax relating to items that will not be reclassified to profit or loss	21.44	(2.05)
Total other Comprehensive Income	<u>42.71</u>	<u>(4.80)</u>

Note No. : 32 Disposal of one of the undertaking/division (Sponge Iron Plants)

On January 21, 2019, the Company consummated the sale and transfer of one of its undertaking/division "Sponge Iron Plant" situated at (Telangana, district Nalgonda, Village & post : Veliminedu) by way of a Slump sale on a going concern basis to M/s MPL Steel Industries Private Limited as per Business Transfer Agreement dated November 22, 2018.

The resultant pre-tax gain on sale of such undertaking/ division amounted to Rs 1264.85 is included in 'Other income' of the audited Financial statements for the financial year 2018-19

The financial performance (till the date of agreement to sell) for the above undertaking/division are as follows:

a) Analysis of profit/loss of the undertaking/division disposed off

Particulars	As at March 31, 2019
Revenue from operations	-
Profit on sale of undertaking/division	1,264.85
Expenses	
Depreciation and amortisation	17.30
Employee benefit expenses	4.08
Other expenses	7.98
Total expenses	29.37
Profit/ (Loss) before tax	1,235.48

Profit on sale of undertaking of Rs 1264.85 and total expenses of Rs 29.37 is transferred to Head office of the Company and is included in 'Other Income' and 'respective heads of expenses' of the audited financial Statements for the financial year 2018-19.

b) Book value of Assets and Liabilities of the said undertaking/division disposed off during the year on Slump Sale basis.

Particulars	As at March 31, 2019
Property, plant and equipment	418.71
Inventories	86.15
Other financial assets (current)	23.42
Other current assets	11.55
Total Assets (A)	539.83
Other current liabilities	4.68
Total Liabilities (B)	4.68
Net Assets (A) - (B)	535.15

Note No. : 32 Disposal of one of the undertaking/division (Sponge Iron Plants) (Contd.)

(Rs In Lacs)

c) Gain on disposal of the said undertaking/division

Particulars	As at March 31, 2019
Cash consideration received (net of cost to sell)	1,800.00
Less: Net assets transferred (as per 'b' above)	535.15
Pre-tax gain on sale	1,264.85

Note No. : 33 Other disclosures**1. Contingent liabilities and commitments (to the extent not provided for)****Contingent liabilities :**

Particulars	As at 31st March 2019	As at 31st March 2018
a) Bank Guarantee issued by the HDFC Bank in favour of Central Coal fields Ltd. Being Bank Guarantee No.014GT01133450003 dated 11.12.2013 for Rs.46,00,000/- and renewed on 25.02.2019 for a period upto 31.03.2020 against which the company has pledged/created lien on it's fixed deposits with the HDFC Bank Ltd.	46.00	46.00
b) Compensation of Rs. 1,15,48,530/- for Company's alleged non-lifting of coal has been wrongly and illegally claimed by M/s Central Coalfield Ltd., Ranchi, and the Company has refused and refuted such illegal and baseless claims and the entire matter is pending with the Hon'ble High Court at Ranchi for adjudication. Similarly performance incentive claim of Rs.10,86,024/- by CCL is also not acknowledged and considered as payable being disputed and subjudiced.	126.34	115.48

- 2) Effective 2011; M/s. Central Coalfields Ltd., Ranchi, had increased the price of 'B' Grade coal by whopping approx. 130% overnight in one stroke resulting in the aforesaid coal becoming absolutely unviable and uneconomical for the production of Sponge Iron at Company's Sponge Iron Plant located at Jamshedpur. Accordingly, the Company had made several requests and representations, verbally and in writing to them with a request to supply Grade 'C' coal or lower grade of coal whose price increase was only 30% but Central Coalfields Ltd. most arbitrarily and illegally refused such valid requests of the company. Being highly aggrieved by this most illegal, unjustified, arbitrary and discriminatory act ; the Company had taken legal action against Central Coalfields Ltd. (CCL) in the Hon'ble High Court at Ranchi and that matter is still under adjudication. As the Company suffered heavy losses for non-supply of coal by CCL, despite having provided them with Bank Guarantees of Rs.46,00,000/- and Coal advance amount of Rs.1,14,30,107/-; it got entitled for compensation from Central Coalfields Ltd. as per Clause No. 4.5 to 4.8 of FSA dated 29.04.2008 entered with them and also based on Principles of natural law and justice and it accordingly raised on CCL a Compensation Bill of Rs. 99.45,450/- for accounting year 2011-12 and Rs. 99,45,450/- for accounting year 2012-13 along with Interest receivable on the said compensation amount and purchase advance. Upon refusal by Central Coalfields Ltd. to pay the aforesaid compensation and interest amount; the Company has filed legal suit against the Central Coalfields Ltd. at Hon'ble High Court at Ranchi and the said suit is still pending as on date for adjudication. Since, the matter is subjudice; the Company will account for the aforesaid compensation and interest thereon being legitimately receivable from Central Coalfields Ltd; on actual receipt basis after the verdict is announced by the Hon'ble High Court at Ranchi and/or higher courts. However, since the matter is subjudice for long over seven years; the management in its wisdom has decided to write off the coal purchase advance of Rs 114.30 Lacs in the books of accounts and the said written off amount will be treated as income for the financial year in which it is actually received after the expected favourable court order in this respect.
- 3) As per the requirements of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 with respect to trade payables, the Company has no outstanding towards it.
- 4) **Disclosures as required by Indian Accounting Standard (Ind AS) 37:- Provisions, Contingent liabilities and Contingent assets.**

(i) Nature of provision**Provision for contingencies :-**

Provision for contingencies represent provision towards various claims made/anticipated in respect of duties and taxes and other litigation claims against the Company based on the Management's assessment.

(ii) Movement in provision:-

Particulars	Duties & Taxes	Other Litigation Claims	Total
Balance as at 1st April, 2018		NIL	
Provided during the year			
Used during the year		NIL	
Reversed during the year			
Balance as at 31st March, 2019		NIL	
Non-current		NIL	
Current			
Balance as at 1st April, 2017		NIL	
Provided during the year			
Used during the year		NIL	
Reversed during the year			
Balance as at 31st March, 2018		NIL	
Non-current		NIL	
Current			

(5) Earnings per share - The numerators and denominators used to calculate Basic / Diluted earnings per share

Particulars		For the year 2018-2019	For the year 2017-2018
(a) Amount used as the numerator			
Profit after Tax - (Rs in Lacs)	(A)	752.42	51.80
(b) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings Per Share	(B)	12500000	12500000
Add: Weighted average number of dilutive potential equity shares		-	-
(C) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings Per Share	(C)	12500000	12500000
(d) Nominal value of equity shares	(Rs)	10.00	10.00
Basic earnings per share	(A)/(B)	6.02	0.41
Diluted earnings per share	(A)/(C)	6.02	0.41

6) Related parties and their relationship (as defined under Ind AS -24) Related party disclosures :

(I) Key Managerial Personnel (KMP)

- 1) Lalit Kishore Choudhury (Non-Executive, Independent Director & Chairman)
- 2) Dalbir Chhibbar (Managing Director)
- 3) Tapas Dutta (Independent Director), Resigned w.e.f 22nd May, 2019
- 4) Pravin Chhabra (Independent Director) Resigned w.e.f 1st April, 2019
- 5) Neeraj Chhabra (Independent Director) Appointment w.e.f 18th January, 2019
- 6) Sangala Venugopal (CFO) Resigned w.e.f 26th March, 2019
- 7) Chandra Prakash Srivastava (CFO) Joined w.e.f 26th March, 2019
- 8) Shweta Mishra (Company Secretary) Resigned w.e.f 29th May, 2019

(II) Other related parties

- 1) Chhibbar Business & Fiscal Private Limited

Note No. : 33 Other disclosures (Contd.)

(Rs In Lacs)

6) Related party disclosures :

The Company has entered into transaction with related parties, during the year with particulars as under :-

Name of the related party	Relationship	Nature of transaction	Amount (Rs.)	Balance Rs. as on 31.03.18
Dalbir Chhibbar	Key Management Personnel (Managing Director)	Remuneration Paid	9.00	Nil
Sangla Venugopal	CFO	Remuneration Paid	11.42	Nil
Shweta Mishra	CS	Remuneration Paid	2.40	Nil
Lalit Kishore Choudhury	Non-Executive Independent Director	Siiting fees	0.21	Nil
Pravin Chhabra	Independent Director	Siiting fees	0.21	Nil
Tapas Dutta	Independent Director	Siiting fees	0.18	Nil
Neeraj Chhabra	Independent Director	Siiting fees	0.03	Nil
Chhibbar Business & Fiscal Pvt. Ltd.	Related Party	Office Rent Paid	3.00	Nil

Details of Remuneration paid/payable to KMP

Year ended 31st March 2019

Particulars	Dalbir Chhibbar (Managing Director)	Sangla Venugopal (CFO)	Shweta Mishra (Company Secretary)	Total
Short-term employee benefits				
Salary	9.00	3.42	2.40	14.82
Commission	-	-	-	-
Perquisites	-	-	-	-
	-	-	-	-
Post-employment benefits	-	-	-	-
Contribution to Provident Fund, Gratuity and other funds	-	-	-	-
Ex-Gratia	-	8.00	-	8.00

- a) The transaction with related parties have been entered at an amount which are not materially different from those on normal commercial terms. The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.
- b) The remuneration of directors is determined by the Nomination & Remuneration Committee having regard to the performance of individuals and market trends.

7) Disclosures under Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :

The Company does not have any holding or subsidiary Company. The other necessary disclosures are furnished in the Report of the Board of Directors dated 29.05.2019 and annexed to the Annual Report for the financial year ended 31.03.2019. Please refer to the same.

8) Financial instruments - Accounting, Classification and Fair value measurements

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

Note No. : 33 Other disclosures (Contd.)

(Rs In Lacs)

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 2 to the financial statements.

A) Financial instruments by category**As at 31st March, 2019**

(Rs In Lacs)

Particulars	Refer Note No	FVTOCI	FVTPL	Amortized cost	Total carry-ing value
1) Financial assets					
(i) Investments	5	1,190.91	-	-	1,190.91
(ii) Trade and other receivables	10	-	-	49.97	49.97
(iii) Cash and cash equivalents	11	-	-	41.21	41.21
(iv) Loans	12	-	-	600.00	600.00
(v) Other financial assets (Non-current)	6	-	-	2,453.23	2,453.23
(vi) Other financial assets (Current)	13	-	-	99.86	99.86
TOTAL		1,190.91	-	3,244.27	4,435.18
2) Financial Liabilities					
(i) Other financial liabilities	18	-	-	6.54	6.54
TOTAL		-	-	6.54	6.54

As at 31st March, 2018

(Rs In Lacs)

Particulars	Refer Note No	FVTOCI	FVTPL	Amortized cost	Total carry-ing value
1) Financial assets					
(i) Investments	5	886.90	-	-	886.90
(ii) Trade and other receivables	10	-	-	184.72	184.72
(iii) Cash and cash equivalents	11	-	-	346.92	346.92
(iv) Loans	12	-	-	425.00	425.00
(v) Other financial assets (Non-current)	6	-	-	2,042.71	2,042.71
(vi) Other financial assets (Current)	13	-	-	73.72	73.72
TOTAL		886.90	-	3,073.07	3,959.97
2) Financial Liabilities					
(i) Other financial liabilities	18	-	-	6.35	6.35
TOTAL		-	-	6.35	6.35

B. Fair value hierarchy

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

(2) The Company uses the following fair value hierarchy for determining and disclosing the fair value of financial instrument:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares

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

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. This level of hierarchy includes Company's investment in equity shares which are unquoted or for which quoted prices are not available at the reporting dates.

Note No. : 33 Other disclosures (Contd.)**(i) Financial assets measured at fair value on a recurring basis as at 31st March, 2019:** (Rs In Lacs)

Particulars	Refer Note No	Level 1	Level 2	Level 3	Total
1) <u>Financial assets</u> At FVTOCI					
(i) Investments in Equity Instruments	5	466.35	-	724.56	1,190.91
TOTAL FINANCIAL ASSETS		466.35	-	-	1,190.91

(ii) Financial assets measured at fair value on a recurring basis as at 31st March, 2018: (Rs In Lacs)

Particulars	Refer Note No	Level 1	Level 2	Level 3	Total
1) <u>Financial assets</u> At FVTOCI					
(i) Investments in Equity Instruments	5	162.34	-	724.56	886.90
TOTAL FINANCIAL ASSETS		162.34	-	-	886.90

There have been no transfer between Level 1 and Level 2 either during the year ended 31st March 2019 or during the year ended 31st March, 2018

(i) Investments carried at fair value are generally based on market price quotations. However in cases where quoted prices are not available than different valuation technique have been used by the management for different investments. These investments in equity instruments are not held for trading. Instead, they are held for long term strategic purpose.

The Company has chosen to designate this investments in equity instruments at FVOCI since, it provides a more meaningful presentation. Cost of certain investments in equity instruments have been considered as an appropriate estimate of fair value because of wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

(ii) Fair value of cash and cash equivalents, bank balances other than cash and cash equivalents, trade and other receivables, loans and other current & Non-current financial assets, and other current financial liabilities approximate their carrying amounts due to the short term maturities of these instruments

(iii) Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

9) Financial risk management objectives and policies

The Company's principal financial liabilities are Security deposit characterised with repayable in short period and beside that there exists no other financial liabilities. The Company's principal financial assets include Trade receivables, Cash and cash equivalents & other financial assets that derive directly from its operations.

The Company is not generally exposed to credit risk as most of its Trade receivables are repayed in short period.

However it is still exposed to liquidity risk and market risk. The company's Senior management oversees the management of these risks, and the appropriate financial risk governance framework for the Company. The senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Board of Directors reviewed policies for managing each of these risks, which are summarized below :

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk, credit risks and other risks, such as regulatory risk and commodity price risk.

(I) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the

Note No. : 33 Other disclosures (Contd.)

Company's obligations towards Bank overdraft with floating interest rates. But since it is for short duration it doesn't cast significant risk owing to this exposure.

(II) Regulatory risk

Risk is inherent in every business activity and Sponge iron Industry is no exception. The Steel Industry displays strong commodity characteristics and is subject to cyclical price movements in business cycle. The company is exposed to risks from overall market, cheaper import of steel, changes in Government policies, law of the land, Taxation increases its cost of inputs like iron ore, coal, power, diesel, freight etc which effects the financial performance of the company.

(III) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

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

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

Based on Company's past history and the model under which company operates doesn't cast significant credit risk leading to impairment of its financial assets.

(IV) Trade receivables

Trade receivables are non-interest bearing and do not involve Significant financing cost, hence Transaction value approximates fair value for Trade receivables. An impairment analysis is performed at each balance sheet date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Based on Company's past history and the model under which it works where it obtains most of the revenue generated from operation in advance, Company doesn't provide for allowances for expected credit loss during the period under review.

The ageing analysis of the receivables has been considered from the date the invoice falls due

(Rs In Lacs)

Particulars	As at 31st March 2019	As at 31st March 2018
Upto 6 months	49.97	184.72
6 to 12 months	-	-
More than 12 months	-	-
	49.97	184.72

(10) Balances with banks

Credit risk from balances with banks is managed in accordance with the Company's policy

Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and short term loans from banks.

(11) Capital Management**(a) Risk management**

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long term and short term goals of the Company.

The Company determines the amount of capital required on the basis of annual business plan coupled with long term and short term Strategic investments and expansion plans.

The funding needs are met through equity, cash generated from operations, short term borrowings and through use of bank overdrafts. For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders of the Company. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders. The Company manages its

Note No. : 33 Other disclosures (Contd.)

capital structure and makes adjustments in light of changes in the financial condition and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders (buy back its shares) or issue new shares.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. The Company has complied with these covenants and there have been no breaches in the financial covenants of any interest-bearing loans and borrowings.

The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the company.

Net debt includes interest bearing borrowings less cash and cash equivalents, other bank balances (including non-current earmarked (balances) and current investments if any.

The table below summarises the capital, net debt and net debt to equity ratio of the Company. (Rs In Lacs)

Particulars	As at 31st March 2019	As at 31st March 2018
Equity share capital	1250.00	1250.00
Other Equity	4,813.26	4,018.14
Total Equity	6,063.26	5,268.14
Non current borrowings	-	-
Short term borrowings	0.00	0.00
Gross Debt	0.00	0.00
TOTAL CAPITAL	6,063.26	5,268.14
Gross Debt as above	-	-
Less : Current Investments	-	-
Less : Cash and cash equivalents	41.21	346.92
Less : Other balances with banks (including non-current earmarked balances)	2,411.38	1,265.60
NET DEBT	(2,452.59)	(1,612.52)
NET DEBT TO EQUITY	(0.40)	(0.31)

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March, 2019 and for the year ended 31st March 2018

**ANNEXURE “1” to Para-22 of Ashirwad Steels and Industries Ltd.’s
Board of Director’s Report for the financial year ended 31.03.2019**

**FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019**

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

To,
The Members,
Ashirwad Steels & Industries Limited
6, Waterloo Street
Room No. 506, 5th Floor
Kolkata – 700 069

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

Based on our verification of the 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 the Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 (“Audit Period”) complied with the statutory provisions listed here under and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (“the Act”) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (“SCRA”) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (“SEBI Act”):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not Applicable to the Company during the period under review);
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not Applicable to the Company during the period under review);
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during the period under review);
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during the period under review); and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable to the Company during the period under review).

- (vi) The other laws, as informed and certified by the Management of the Company which are specifically applicable to the Company based on their sector/ industry are:
- Factories Act, 1948;
 - The Payment of Wages Act, 1936;
 - The Minimum Wages Act, 1948;
 - The Payment of Gratuity Act, 1972;
 - The Child Labour (Prohibition & Regulations) Act, 1986;
 - The Environment (Protection) Act, 1986 read with the Environment (Protection) Rules, 1986;
 - The Water (Prevention & Control of Pollution) Act, 1974 read with Water (Prevention & Control of Pollution) Rules, 1975;
 - The Air (Prevention & Control of Pollution) Act, 1981 read with Air (Prevention & Control of Pollution) Rules, 1982;
 - The Boiler Act, 1923;

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

- The Secretarial Standards (SS-1 and SS-2) issued by the Institute of Company Secretaries of India; and
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

- Hundred percent of shareholdings of the promoters and promoter group is not in dematerialized form as mandated under Regulation 31(2) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- In respect of other laws specifically applicable to the Company, we have relied in information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

We further report that

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

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

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

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

We further report that during the audit period the Company sold its Sponge Iron manufacturing unit at District-Nalgonda, Telangana as a going concern and on a slump sale basis vide agreement dated 22nd November, 2018. Further, the company has entered into an agreement dated 3.01.2019 with SHV Energy Private Limited for sale of its LPG Bottling Plant at Uluberia, Howrah, as a going concern and on slump sale basis subject to consent/approval of WBIIDC. The said slump sale deal is pending as the company has not till date received consent from WBIIDC. All these events/actions can have a major bearing on the Company's affairs. Apart from the same, the Company has not entered into any other specific event/actions that can have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**For Patnaik & Patnaik
Company Secretaries**

**S. K. Patnaik, Partner
FCS No.: 5699
C.P. No.: 7117**

**Place: Kolkata
Date: 21st May, 2019**

To
The Members
M/s. Ashirwad Steels & Industries Limited

Our report is to be read along with this letter.

- (i) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- (ii) We have followed the audit practices and processes as appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- (iii) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- (iv) The status of compliance of other laws as listed at (vi) in our Report, we relied upon the statement provided by the management.
- (v) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- (vi) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of the same on test basis.
- (vii) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Patnaik & Patnaik
Company Secretaries**

**S. K. Patnaik, Partner
FCS No.: 5699
C.P. No.: 7117**

**Place: Kolkata
Date: 21st May, 2019**

**ANNEXURE “2” of Para-22 of Ashirwad Steels and Industries Ltd.’s
Board of Director’s Report for the financial year ended 31.03.2019**

Secretarial Compliance Report of M/s. Ashirwad Steels & Industries Ltd. for the year ended 31st March, 2019.

We, Patnaik & Patnaik, Company Secretaries, have examined:

- a) all the documents and records made available to us and explanation provided by M/s. Ashirwad Steels & Industries Ltd. (“the listed entity”),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) other document/filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2019 (“Review Period”) in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

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

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

and circulars/guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

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

Sr. No.	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	The listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board [Regulation 31(2) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.]	As on 31st March, 2019, the promoters of the company were holding 7639461 number of equity shares (comprising of 61.12% of the total capital of the company). Out of which 58500 number of shares (comprising of 0.47% of the total capital of the company) has not been dematerialized.	0.47% of the total capital of the company out of promoters holding is not in dematerialized form.

ASHIRWAD STEELS & INDUSTRIES LTD.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from our examination of those records;
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors (the Company does not have any material subsidiary) either by SEBI or by Stock Exchanges (including under the standard operating procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken, e.g., fines, warning letter, debarment etc.	Observations/Remarks of the Practicing Company Secretary, if any
None				

- (d) The listed entity has taken the following actions to comply with the observations made in the previous year:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended _____ (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not applicable as this is the first year of Secretarial Compliance Report				

**For Patnaik & Patnaik
Company Secretaries**

**S. K. Patnaik, Partner
FCS No.: 5699
C.P. No.: 7117**

**Place: Kolkata
Date: 21st May, 2019**

**Annexure to the Ashirwad Steels and Industries Ltd.'s Board of Director's Report
for the Financial Year ended 31.03.2019**

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L51909WB1986PLC040201
2.	Registration Date	19.02.1986
3.	Name of the Company	ASHIRWAD STEELS & INDUSTRIES LIMITED
4.	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES
5.	Address of the Registered office & contact details	6, Waterloo Street, 5th Floor, Room No. 506, Kolkata-700 069, West Bengal, India.
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NICHE TECHNOLOGIES PRIVATE LIMITED 3 A, Auckland Place, 7th Floor, Room No.7A &7B, Kolkata-700017 Ph No.91-033-22806616/17/18; Telefax: 91-033-22806619 E-Mail: nichetechpl@nichetechpl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	SPONGE IRON	27120	81%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

NONE

IV. SHARE HOLDING PATTERN

(Equity Share Capital Break-up as percentage of Total Equity)

Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1st April-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	375775	80900	456675	3.653	398175	58500	456675	3.65	0.000
b) Central Govt	0	0	0	0	0	0	0	0.00	0.000
c) State Govt(s)	0	0	0	0	0	0	0	0.00	0.000
d) Bodies Corp.	6905786	17000	6922786	55.382	7182786	0	7182786	57.46	0.000
e) Banks / FIIS	0	0	0	0	0	0	0	0.00	0.000
f) Any other	0	0	0	0	0	0	0	0.00	0.00
Total shareholding of Promoter (A)	7281561	97900	7379461	59.036	7580961	58500	7639461	61.12	0.000

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Category of Shareholders	No. of Shares held at the beginning of the year[As on 1st April-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	8700	8700	0.070	0.000	8700	8700	0.070	0.000
b) Banks / FIIS	0	0	0	0.000	0.000	0	0	0.000	0.000
c) Central Govt	0	0	0	0.000	0.000	0	0	0.000	0.000
d) State Govt(s)	0	0	0	0.000	0.000	0	0	0.000	0.000
e) Venture Capital Funds	0	0	0	0.000	0.000	0	0	0.000	0.000
f) Insurance Companies	0	0	0	0.000	0.000	0	0	0.000	0.000
g) FIIIs	0	0	0	0.000	0.000	0	0	0.000	0.000
h) Foreign Venture Capital Funds	0	0	0	0.000	0.000	0	0	0.000	0.000
i) Others (specify)	0	0	0	0.000	0.000	0	0	0.000	0.000
Sub-total (B)(1):-	0	8700	8700	0.070	0.000	8700	8700	0.070	0.000
2. Non-Institutions									
a) Bodies Corp.	2545184	505100	3050284	24.402	2789808	1500	2791308	22.33	-2.072
i) Indian	0	0	0	0	0	0	0	0	0.000
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	578506	244138	822644	6.581	585256	234138	819394	6.55	-0.026
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	784200	302700	1086900	8.695	1065853	24200	1090053	8.720	0.025
c) Others (specify)									
1. Non Resident Indians	48189	99500	147689	1.182	48107	99500	147607	1.18	-0.001
2. Overseas Corporate Bodies	0	1000	1000	0.008	0	1000	1000	0.008	0.000
3. Foreign Nationals	0	0	0	0	0	0	0	0	0.000
4. Clearing Members	3322	0	3322	0.027	2477	0	2477	0.02	-0.007
5. Trusts	0	0	0	0	0	0	0	0	0.000
6. Foreign Bodies - D R	0	0	0	0	0	0	0	0	0.000
Sub-total (B)(2):-	3959401	1152438	5111839	40.895	4491501	360338	4851839	38.81	-2.08
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3959401	1161138	5120539	40.964	4491501	369038	4851839	38.88	-2.08
D. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	11240962	1259038	12500000	100.00	12072462	427538	12500000	100.000	0.000

B) Shareholding of Promoter- (including Promoter Group)

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	ADHUNIK GASES LTD.	30000	0.240	0.000	30000	0.240	0.000	0.000
2	ANIKA BURMAN	5000	0.040	0.000	5000	0.040	0.000	0.000
3	ANITA RANA	10000	0.080	0.000	10000	0.080	0.000	0.000
4	BINOD KUMAR AGARWAL	5000	0.040	0.000				-0.040
5	CHHIBBAR BUSINESS & FISCALS PVT LTD	2267633	18.141	0.000	2267633	18.141	0.000	0.000
6	DALBIR CHHIBBAR	108725	0.870	0.000	108725	0.870	0.000	0.000
7	DILBAG RAI CHHIBBAR	2000	0.016	0.000	2000	0.016	0.000	0.000
8	DOYANG WOOD PRODUCTS LIMITED	931476	7.452	0.000	931476	7.452	0.000	0.000
9	GITA DEVI AGARWAL	7000	0.056	0.000	7000	0.056	0.000	0.000
10	HOWRAH GASES LTD.	17000	0.136	0.000	17000	0.136	0.000	0.000
11	JAGRAN VYAPAAR PVT. LTD.	60000	0.480	0.000	60000	0.480	0.000	0.000
12	K C TEXOFINE (P) LTD	157500	1.260	0.000	157500	1.260	0.000	0.000
13	KARANBIR CHHIBBAR	4500	0.036	0.000	4500	0.036	0.000	0.000
14	KISTURI DEVI AGARWAL	3500	0.028	0.000	3500	0.028	0.000	0.000
15	LARIGO INVESTMENT (PRIVATE) LIMITED	32405	0.259	0.000	32405	0.259	0.000	0.000
16	MADAN MOHAN CHHIBBAR	2500	0.020	0.000	2500	0.020	0.000	0.000
17	MADHU CHHIBBAR	10000	0.080	0.000	10000	0.080	0.000	0.000
18	MALA CHHIBBAR	7500	0.060	0.000	7500	0.060	0.000	0.000
19	MANISH AGRAWAL	20000	0.160	0.000	20000	0.160	0.000	0.000
20	MEGHDOOT VYAPAAR PRIVATE LIMITED	610000	4.880	0.000	870000	6.960	0.000	2.080
21	MSP PROPERTIES (INDIA) LIMITED	170000	1.360	0.000	170000	1.360	0.000	0.000
22	NITU MITTAL	23500	0.188	0.000	23500	0.188	0.000	0.000
23	PARAMJIT CHHIBBAR	15600	0.125	0.000	15600	0.125	0.000	0.000
24	PREMA AGARWAL	10000	0.080	0.000	10000	0.080	0.000	0.000
25	PUNARVASU VYAPAAR PRIVATE LIMITED	881900	7.055	0.000	881900	7.055	0.000	0.000
26	PURANMAL AGRAWAL	3250	0.026	0.000	3250	0.026	0.000	0.000
27	PURANMAL AGRAWAL	1500	0.012	0.000	1500	0.012	0.000	0.000
28	RAMA ALLOYS PVT. LTD.	50000	0.400	0.000	50000	0.400	0.000	0.000
29	RAMANAND AGARWAL	11500	0.092	0.000	11500	0.092	0.000	0.000

ASHIRWAD STEELS & INDUSTRIES LTD.

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
30	RAMANAND PURANMAL (HUF)	5000	0.040	0.000	5000	0.040	0.000	0.000
31	SAKET AGRAWAL	20000	0.160	0.000	20000	0.160	0.000	0.000
32	SOHINI SUPPLIERS PRIVATE LIMITED	1233972	9.872	0.000	1233972	9.872	0.000	0.000
33	SUBHASH CHANDRA RANA	10400	0.083	0.000	10400	0.083	0.000	0.000
34	SULOCHNA DEVI AGARWAL	5000	0.040	0.000	5000	0.040	0.000	0.000
35	SUMAN CHHIBBAR	50000	0.400	0.000	50000	0.400	0.000	0.000
36	SURESH KUMAR AGRAWAL	1500	0.012	0.000	1500	0.012	0.000	0.000
37	SURESH KUMAR AGRAWAL	2500	0.020	0.000	2500	0.020	0.000	0.000
38	SUSHMA CHHIBBAR	53000	0.424	0.000	53000	0.424	0.000	0.000
39	SWAGAT TREXIM PVT. LTD.	55000	0.440	0.000	55000	0.440	0.000	0.000
40	USHA AGARWAL	5100	0.041	0.000	5100	0.410	0.000	0.000
41	VINOD KUMAR AGRAWAL	0	0.000	0.000	5000	0.040	0.000	0.040
42	VISHESH CHHIBBAR	50100	0.401	0.000	50100	0.401	0.000	0.000
43	YOKOGAWA COMMOTRADE PRIVATE LIMITED	425900	3.407	0.000	425900	3.407	0.000	0.000
44	YUDHBIR CHHIBBAR	3000	0.024	0.000	3000	0.024	0.000	0.000
	TOTAL	7379461	59.036	0.000	7639461	61.116	0.000	2.080

C) Change in Promoters' Shareholding (please specify, if there is no change)

SI No.	Name	Shareholding at the beginning of the year (01.04.2018)		Cumulative Shareholding during the year (01.04.18 to 31.03.19)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Binod Kumar Agarwal				
1.	a) At the Beginning of the Year	5000	0.040	-	-
	b) Changes during the year				
	Date	Reason			
	15/02/2019	Transfer	-5000	0.040	
	c) At the End of the Year		-	-	0

SI No.	Name	Shareholding at the beginning of the year (01.04.2018)		Cumulative Shareholding during the year (01.04.18 to 31.03.19)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Meghdoot Vyapaar Pvt. Ltd.				
1.	a) At the Beginning of the Year	610000	4.880	-	-
	b) Changes during the year				
	Date	Reason			
	15/02/2019	Transfer	260000	2.080	870000
	c) At the End of the Year		-	-	870000

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ACCURATE AGENCY PVT LTD				
	a) At the Beginning of the Year	326390	2.611		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			326390	2.611
2	ARENA TEXTILES AND INDUSTRIES LTD.				
	a) At the Beginning of the Year	150000	1.200		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			150000	1.200
3	DHANLABH CONSULTANCY PRIVATE LIMITED				
	a) At the Beginning of the Year	0	0.000		
	b) Changes during the year				
	Date Reason				
	22/06/2018 Transfer	289302	2.314	289302	2.314
	30/06/2018 Transfer	76851	0.615	366153	2.929
	06/07/2018 Transfer	83110	0.665	449263	3.594
	13/07/2018 Transfer	19992	0.160	469255	3.754
	20/07/2018 Transfer	10600	0.085	479855	3.839
	27/07/2018 Transfer	19092	0.153	498947	3.992
	c) At the End of the Year			498947	3.992
4	DULCET ADVISORY				
	a) At the Beginning of the Year	492189	3.938		
	b) Changes during the year				
	Date Reason				
	15/06/2018 Transfer	-492189	3.938	0	0.000
	c) At the End of the Year			0	0.000
5	GREENLINE COMMDEAL PRIVATE LIMITED				
	a) At the Beginning of the Year	148000	1.184		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			148000	1.184
6	JIWANJYOTI TRADELINKS PRIVATE LIMITED				
	a) At the Beginning of the Year	350000	2.800		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			350000	2.800
7	KASTURI HOME PVT. LTD.				
	a) At the Beginning of the Year	175000	1.400		
	b) Changes during the year				
	Date Reason				
	30/10/2018 Transfer	-175000	1.400	0	0.000
	c) At the End of the Year			0	0.000

ASHIRWAD STEELS & INDUSTRIES LTD.

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	MAA KALI ADVISORY PRIVATE LIMITED				
	a) At the Beginning of the Year	100000	0.800		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			100000	0.800
9	PADMAWATI CREDIT CAPITAL PVT LTD				
	a) At the Beginning of the Year	260000	2.080		
	b) Changes during the year				
	Date Reason				
	07/12/2018 Transfer	-260000	2.080	0	0.000
	c) At the End of the Year			0	0.000
10	PRATIK RAJENDRA GANDHI				
	a) At the Beginning of the Year	125000	1.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			125000	1.000
11	PROCTOR PRATHISTHAN AND TRADING PVT LTD				
	a) At the Beginning of the Year	462500	3.700		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			462500	3.700
12	RAJLAKMI VANIJYA PVT. LTD.				
	a) At the Beginning of the Year	160000	1.280		
	b) Changes during the year				
	Date Reason				
	30/10/2018 Transfer	-160000	1.280	0	0.000
	c) At the End of the Year			0	0.000
13	RAJU A BHANDARI				
	a) At the Beginning of the Year	87893	0.703		
	b) Changes during the year				
	Date Reason				
	15/03/2019 Transfer	1100	0.009	88993	0.712
	c) At the End of the Year			88993	0.712
14	S. K. FINTEX PRIVATE LIMITED				
	a) At the Beginning of the Year	0	0.000		
	b) Changes during the year				
	Date Reason				
	07/12/2018 Transfer	95000	0.760	95000	0.760
	c) At the End of the Year			95000	0.760
15	VARIETY COMMODITIES PVT. LTD.				
	a) At the Beginning of the Year	168600	1.349		
	b) Changes during the year				
	Date Reason				
	30/10/2018 Transfer	-168600	1.349	0	0.000
	c) At the End of the Year			0	0.000
	TOTAL	3005572	24.045	2344830	18.759

E) Shareholding of Directors and Key Managerial Personnel:

Shareholding of each Director and each Key Managerial Personnel	Shareholding at the beginning of the year (01.04.2018)		Cumulative Shareholding during the year (01.04.2018 to 31.03.2019)	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1. DALBIR CHHIBBAR (MANAGING DIRECTOR)				
At the beginning of the year	108725	0.87	108725	0.87
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
At the end of the year	108725	0.87	108725	0.87
2. SUSHMA CHHIBBAR(DIRECTOR)				
At the beginning of the year	53,000	0.04	53,000	0.04
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
At the end of the year	53,000	0.04	53,000	0.04
3. PURANMAL AGRAWAL (DIRECTOR)				
At the beginning of the year	3,250	0.026	3,250	0.026
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
At the end of the year	3,250	0.026	3,250	0.026
4. VISHESH CHHIBBAR (DIRECTOR)				
At the beginning of the year	50,100	0.401	50100	0.401
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
At the end of the year	50,100	0.401	50,100	0.401
5. PRAVIN KUMAR CHHABRA(INDEPENDENT DIRECTOR)				
At the beginning of the year	400	0.00	400	0.00
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	--	--	--	--
At the end of the year	400	0.00	400	0.00
TOTAL	220975	1.768	220975	1.768

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment: NIL

VI) **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount (Rs.)
1	Gross salary	Mr. Dalbir Chhibbar (Managing Director)	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9,00,000	9,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) of Income Tax Act, 1961		
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission	Nil	Nil
	- as % of profit	Nil	Nil
	- others, specify...		
5	Others, please specify	Nil	Nil
	Total (A)	9,00,000	9,00,000
	Ceiling as per the Act	Within the Ceiling	

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Lalit Kishore Choudhury	Mr. Pravin Kumar Chhabra	Mr. Tapas Datta	Mr. Neeraj Chhabra	
1	Independent Directors:					
	Fee for attending board committee meetings	21,000	21,000	18,000	3,000	63,000
	Commission	0.00	0.00	0.00	0.00	0.00
	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (1)	21,000	21,000	18,000	3000	63,000
2	Other Non-Executive Directors:					
	Total (2)	Nil	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	21,000	21,000	18,000	3,000	63,000
	Total Managerial Remuneration	21,000	21,000	18,000	3,000	63,000
	Overall Ceiling as per the Act	Within the ceiling	Within the ceiling	Within the ceiling	Within the ceiling	Within the ceiling

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		CFO	CS	Total
1	Gross Salary			
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,42,000	2,40,000	5,82,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) of Income Tax Act, 1961			
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil
	- others	Nil	Nil	Nil
5	Others, please specify(ex gratia)	8,00,000	Nil	8,00,000
	Total	11,42,000	2,40,000	13,82,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishment / compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the year.

For and on behalf of Board of Directors

Date: 29.05.2019

Place: Kolkata

Dalbir Chhibbar
Managing Director
DIN:00550703

Vishesh Chhibbar
Director
DIN: 03553892

ANNEXURE to the Ashirwad Steels and Industries Ltd.'s Board of Director's Report for the financial year ended 31.03.2019

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014) Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis:

- (a) Name(s) of the related party and nature of relationship: None
- (b) Nature of contracts/arrangements/transactions: None
- (c) Duration of the contracts / arrangements/transactions: None
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: None
- (e) Justification for entering into such contracts or arrangements or transactions: None
- (f) Date of approval by the Board: None
- (g) Amount paid as advances, if any: None
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: None

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a)	Name(s) of the related party and nature of relationship:	Dalbir Chhibbar, Managing Director	Chhibbar Business & Fiscals Pvt. Ltd. (Part of Promoters Group)
(b)	Nature of contracts/ arrangements/transactions:	Payment of Remuneration	Payment of office Rent
(c)	Duration of the contracts / arrangements/transactions:	5 years	Perpetual
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	As per package approved by BOD & Members in AGM. Remuneration paid Rs. 9,00,000/- p.a.	Rs. 3,00,000 p.a.
(e)	Date(s) of approval by the Board, if any:	Approved by the members in the AGM on 22/09/14.	----
(f)	Amount paid as advances, if any:	----	----

For and on behalf of Board of Directors

Date: 29.05.2019

Place: Kolkata

Dalbir Chhibbar
Managing Director
DIN:00550703

Vishesh Chhibbar
Director
DIN: 03553892

Ashirwad Steels & Industries Limited

Regd. Office: 6, Waterloo Street, 5th Floor, Room NO.506, Kolkata – 700 069, West Bengal

CIN: L51909WB1986PLC040201

Proxy Form

[MGT-11]

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
[Management and Administration) Rules, 2014]

Name of the Member (s) :

Registered Address :

Email Id :

Folio No. /Client Id No. :

DP ID :

I/We, members of Ashirwad Steels & Industries Limited holdingequity shares of Rs.10/- face value each hereby appoint:

- | | | |
|---------------------|------------|----------------|
| 1. Name: | Email Id: | |
| Registered Address: | Signature: | or failing him |
| 2. Name: | Email Id: | |
| Registered Address: | Signature: | or failing him |
| 3. Name: | Email Id: | |
| Registered Address: | Signature: | or failing him |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company to be held on Tuesday, the 17th September, 2019 at 11:00 a.m. at 6, Waterloo Street, 5th Floor, Suit No. 506, Kolkata-700069 and at any adjournment thereof in respect of such Resolutions as are indicated below:

As Ordinary Business:

- Adoption of Financial Statements for the year ended 31st March, 2019 together with the Directors' Report and Auditors' Report.
- Re-appointment of Mrs. Sushma Chhibbar, Director, who retires by rotation.

As Special Business:

- To approve and ratify the re-appointment of Mr. Dalbir Chhibbar, as Managing Director of the company
- To appoint Mr. Neeraj Chhabra, as an independent director of the company
- To Re-appoint Lalit Kishore Choudhury, as an independent director of the company

Signed this.....Day of 2019

Signature of the Shareholder.

Signature of Proxy holder(s)

Notes:

- This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at 6, Waterloo Street, 5th Floor, Suit No. 506, Kolkata-700069, not less than 48 hours before the commencement of the meeting.
- Those Members who have multiple folios with different joint-holders may use copies of the Attendance Slip or the proxy form.

Affix
Revenue
Stamp

Ashirwad Steels & Industries Limited

Regd. Office: 6, Waterloo Street, 5th Floor, Room NO.506, Kolkata – 700 069, West Bengal

CIN: L51909WB1986PLC040201

Attendance Slip

[To be presented at the entrance duly signed]



Folio No.....DP Id No..... Client ID

Name of the Member.....

Name of Proxy Holder.....

Number of Shares Held

I hereby record my presence at the 33rd Annual General Meeting of Ashirwad Steel & Industries Limited held on Tuesday, 17th September, 2019 at 11.00 A.M. at 6, Waterloo Street, 5th Floor, Suit No. 506, Kolkata-700069.

.....

Signature of Member/Proxy

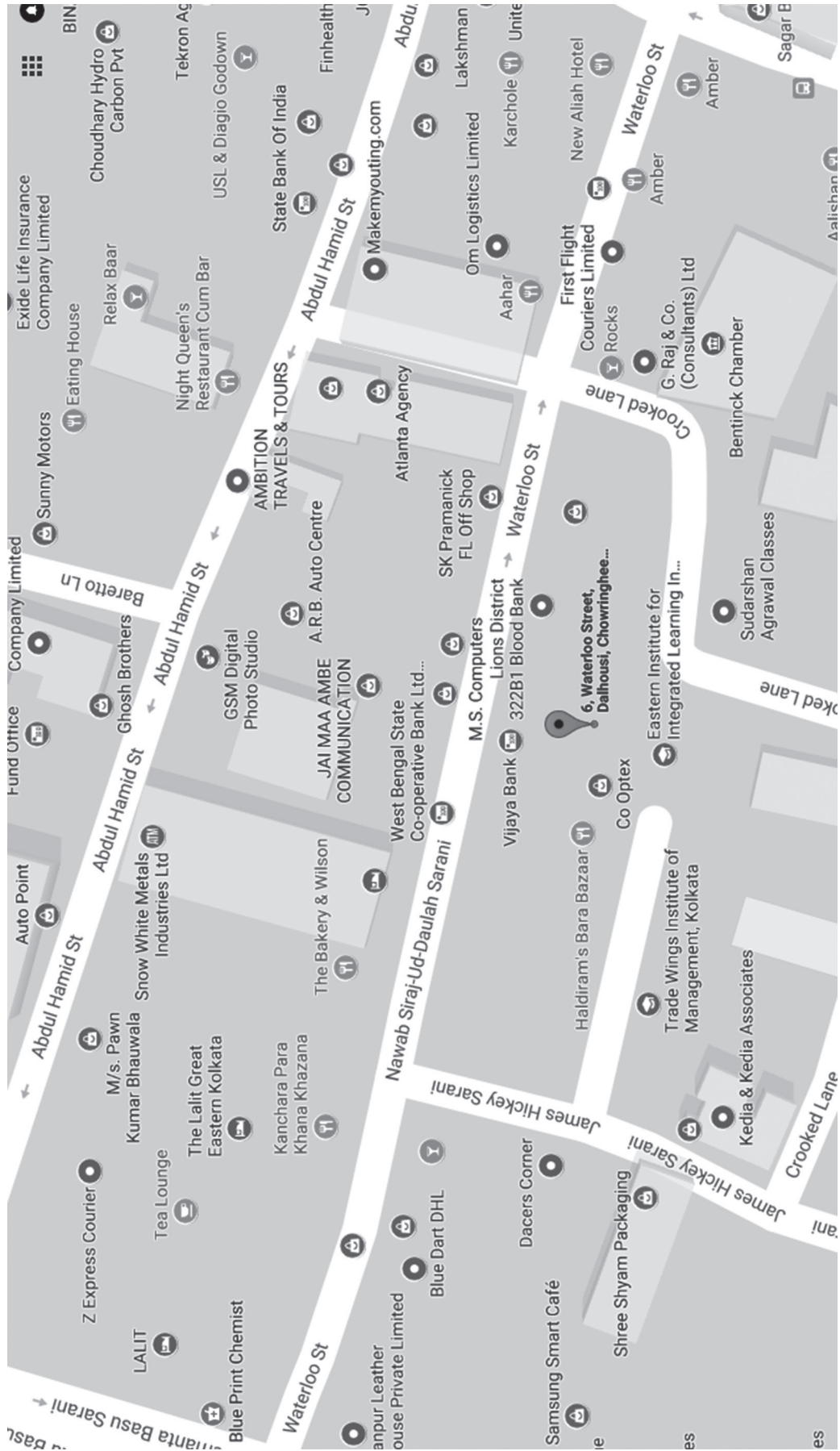
Notes:

1. Only Member/Proxyholder can attend the Meeting.
2. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.



Location Map & Landmark of the Venue of AGM

being the company's Registered Office at 6, Waterloo Street, Room No. 506, 5th Floor, Kolkata 700069



If undelivered, please return to :

Niche Technologies Pvt. Ltd.

3A, Auckland Place, 7th Floor,

Room No.7A & 7B,

Kolkata-700017

Ph No.91-033-22806616/17/18

Telefax: 91-033-22806619

E-Mail: nichetechpl@nichetechpl.com