



30TH ANNUAL REPORT

AANCHAL ISPAT LIMITED

An ISO 9001: 2015 Company

2024-2025









CORPORATE INFORMATION

AANCHAL ISPAT LIMITED

BOARD OF DIRECTORS

1. Mr. Mukesh Goel	Chairman & Managing Director
2. Mr. Manoj Goel	Whole Time Director
3. Mr. Nilu Nigania	Independent Director
4. Ms. Chetna	Independent Director
5. Mr. Mukesh Kumar Agarwal	Chief Financial Officer
6. Mr. Puspendu Kayal	Company Secretary

STATUTORY AUDITOR

M/s Rajesh Jalan & Associates

Chartered Accountants

56, Metcalfe Street, 1st Floor, Room No. 1A,
Kolkata 700 013

SECRETARIAL AUDITOR

Ms. Manisha Saraf

11, Dacres Lane, 1st Floor,
Kolkata- 700069

COST AUDITOR

Mr. Rana Ghosh

9-B, Arpuli Lane, Kolkata-700012

REGISTRAR & SHARE TRANSFER AGENT

Purva Sharegistry (India) Pvt. Ltd.

Unit no. 9, Shiv Shakti Ind.Estt.

J.R. Boricha Marg

Opp. Kasturba Hospital Lane

Lower Parel (E) Mumbai-400 011

Email: support@purvashare.com

REGISTERED OFFICE

Mouza-Chamrail

National Highway-6 11,

Liluah, Howrah-711114

Tel: 03212246121

Fax: 03212246069

E-Mail: cs@aanchalispac.com

CIN: L27106WB1996PLC076866

WEBSITE: www.aanchalispac.com

CONTENTS

Sl. No.	Particulars	Page no.
01.	<i>Notice of the 30th Annual General Meeting</i>	1-14
02.	<i>Management Discussion and Analysis Report</i>	15-20
03.	<i>Report of the Company's Board of Directors</i>	21-32
04.	<i>Annexures to the Board's Report</i>	33-44
05.	<i>Report on Corporate Governance</i>	45-58
06.	<i>Independent auditors certificate on compliance with corporate governance requirements under SEBI (LODR) Regulations</i>	59-60
07.	<i>Certificate of non-disqualification of Directors</i>	61-62
08.	<i>CEO & CFO certification</i>	63-63
09.	<i>Certificate on compliance with code of conduct</i>	64-64
10.	<i>Independent Auditor's Report for the FY 2024-2025</i>	65-80
11.	<i>Audited Financial Statements for the FY 2024-2025</i>	81-109

NOTICE TO THE MEMBERS OF THE COMPANY

The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, admitted the application for initiation of the Corporate Insolvency Resolution Process (CIRP) of the Company under the Insolvency and Bankruptcy Code, 2016 (IBC) vide order dated 12th September 2023. Pursuant to Section 17 of the IBC, the powers of the Board of Directors were suspended and vested with Mr. Sriram Mittal, who was appointed as the Interim Resolution Professional (IRP).

Thereafter, the Committee of Creditors (CoC), in its meeting held on 11th October 2023, resolved with 100% voting share to appoint Mr. Santanu Brahma as the Resolution Professional (RP), which was approved by the NCLT on 17th November 2023.

In accordance with SEBI Notification No. SEBI/LAD-NRO/GN/2018/21 dated 31st May 2018, the provisions relating to the Board of Directors and its committees under Regulations 17 to 21 of the SEBI (LODR) Regulations, 2015 were not applicable during the CIRP.

The IRP issued a public announcement on 15th September 2023 inviting claims from creditors, and the RP filed the list of creditors with the Adjudicating Authority on 5th October 2023. During the CIRP, a total of 21 CoC meetings were held—3 under the IRP and 18 under the RP.

A provisional list of three eligible applicants including Mr. Mukesh Goel, Promoter and erstwhile Director of the Corporate Debtor, was issued on 24th January 2024 and finalized on 8th February 2024., All three applicants were included in the final list on 11th March 2024.

Resolution Plans were evaluated based on the approved Evaluation Matrix and valuation summary provided by Registered Valuers. After due consideration, the Resolution Plan submitted by Mr. Mukesh Goel was approved unanimously (100% voting) by the CoC on 6th June 2024, in accordance with Section 30(4) of the IBC.

The Resolution Plan was filed with NCLT on 7th June 2024 and subsequently approved by the Hon'ble NCLT on 27th March 2025 under Section 31 of the Code.

Following the approval, the Board of Directors was reconstituted on 10th April 2025 by the Successful Resolution Applicant, and management control of the Company was transferred to the newly constituted Board. A Monitoring Committee was also formed on 23rd April 2025 to oversee the implementation of the approved Resolution Plan.

NOTICE IS HEREBY GIVEN THAT THE THIRTIETH (30TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF AANCHAL ISPAT LIMITED WILL BE HELD ON MONDAY, 01ST SEPTEMBER, 2025 AT 1.30 P.M. THROUGH VIDEO CONFERENCING ("VC") /OTHER AUDIO VISUAL MEANS ('OAVM') TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

- 1. TO CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FY 2024-2025 INCLUDING THE BALANCE SHEET AND THE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON THAT DATE ALONG WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS.**

To consider and adopt the Audited Standalone financial statements of the company for the year ended 31st March, 2025, together with the reports of the board of directors and auditors thereon.

2. TO APPOINT A DIRECTOR IN PLACE OF MR. MANOJ GOEL (DIN: 00554986), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

To appoint a director in place of Mr. Manoj Goel (DIN: 00554986), who retires by rotation in terms of section 152(6) of The Companies Act, 2013 and being eligible, offers himself for re-appointment.

3. RE-APPOINTMENT OF M/S RAJESH JALAN & ASSOCIATES, CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY

To consider and if thought fit, to pass the following resolution, as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and 141 and other applicable provisions if any of the Companies Act, 2013, and the Companies (audit and auditors) rules, 2014 and based on the recommendation of Audit Committee and the Board of Directors of the Company, M/s. Rajesh Jalan & associates, Chartered Accountants Firm (Firm Registration No. 326370E) be and is hereby re-appointed as the Statutory Auditors of the Company for second term of five (5) consecutive years, to hold office from the conclusion of the 30th annual general meeting till the conclusion of 35th Annual General Meeting of the Company to conduct Statutory Audit of the company in terms of Section 139 and other applicable provisions of the Companies Act, 2013 for the period beginning from the Financial Year 2025-26 through the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the board of Directors based on the recommendation of Audit Committee, and the Auditors of the Company.

RESOLVED FURTHER THAT any Director of the Company be and hereby authorized to sign and file the necessary forms with the registrar of Companies and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

SPECIAL BUSINESS

4. APPOINTMENT OF M/S MANISHA SARAF & ASSOCIATES AS THE SECRETARIAL AUDITOR OF THE COMPANY

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and based on the recommendation of the Audit Committee and approval of the Board of Directors of the Company, consent of the members be and is hereby accorded for the appointment of M/s. Manisha Saraf & Associates, Practicing Company Secretary, represented by Ms. Manisha Saraf (Membership No. F7607, CP No. 8207), as the Secretarial Auditor of the Company for a period of five (5) years, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 35th Annual General Meeting to be held in the year 2030, to conduct the Secretarial Audit of the Company for the financial years 2025–26 to 2029–30, on such terms and conditions and at such remuneration as may be mutually agreed between the said firm and the Company.

RESOLVED FURTHER THAT any of the Directors of the Company, be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds, and things as may be considered necessary to give an effect to this resolution.”

5. RATIFICATION OF REMUNERATION PAYABLE TO MR. RANA GHOSH, THE COST AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof) and subject to applicable notification or circular as may be issued by the Ministry of Corporate Affairs (MCA) in this regard, the Company hereby ratifies the Remuneration of ₹ 40,000/- plus applicable taxes and reimbursement of out-of-pocket expenses payable to M/s Rana Ghosh & co, Cost Accountants (**Firm Registration Number: 102189**), who, based on the recommendation Audit Committee, have been appointed by the Board of directors of the company, as the Cost Auditors of the Company, to conduct the Audit of the cost records maintained by the company for the financial year 2025-26.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper or expedient to give effect to the above resolution.”

Date: 02.08.2025

Registered Office:

Mouza-Chamarail

National Highway-6,

Liluah, Howrah-711114

**On the order of the Board of Directors
of Aanchal Ispat Limited**

Sd/-

**Puspendu Kayal
(Company Secretary)**

NOTES

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“Explanatory Statement”) in relation to the Special Businesses to be transacted at the Meeting is annexed hereto and forms part of this Notice convening this AGM.
2. Pursuant to General Circular issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and latest being the 09/2024 dated September 19, 2024 read with SEBI Circular No. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 the 30th AGM of the Company is being conducted through Video Conferencing or Other Audio-Visual Means (“VC/OAVM”), which does not require physical presence of members at a common venue. The venue of the 30th AGM shall be deemed to be the Registered Office of the Company.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and September 19, 2024 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with **Purva Shareregistry (India) Private Limited** (Purva) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Purva.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.aanchalispac.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://evoting.purvashare.com/>.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The remote e-voting period begins on Friday 29th August, 2025 at 09.00 A.M. and ends on Sunday, 31st August, 2025 at 5.00 P.M. The remote e-voting module shall be disabled by PURVA for e-voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date) i.e. 25th August, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 25th August, 2025.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly. 4) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 5) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play   5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- 2) Click on “Shareholder/Member” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 5) If you are a first-time user follow the steps given below:

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

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (xi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, non-individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address manisha_saraf2007@yahoo.co.in and to the Company at the email address cs@aanchalispac.com, if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

Date: 02.08.2025
Registered Office:
Mouza-Chamarail
National Highway-6,
Liluah, Howrah-711114

**On the order of the Board of Directors
of Aanchal Ispat Limited**
Sd/-
Puspendu Kayal
(Company Secretary)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013,**Item No.3****APPOINTMENT OF M/S RAJESH JALAN & ASSOCIATES, CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY**

M/s Rajesh Jalan & Associates, Chartered Accountants (Firm Registration No. 326370E), were appointed as the Statutory Auditors of the Company at the 25th Annual General Meeting held on 15th December, 2020, for a term of five (5) years, to hold office until the conclusion of the 30th Annual General Meeting.

Their current term will conclude at the ensuing Annual General Meeting. Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on 2nd August, 2025, has proposed the re-appointment of M/s Rajesh Jalan & Associates, Chartered Accountants (Firm Registration No. 326370E), for a second term of five (5) consecutive years, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 35th Annual General Meeting, subject to the approval of the shareholders.

The Auditors have given their consent to the re-appointment and have confirmed that they satisfy the eligibility criteria prescribed under Sections 139 and 141 of the Companies Act, 2013, and the rules made thereunder.

The Board recommends the resolution set out at Item No. 3 of the accompanying Notice for the approval of the members as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Item No. 4**APPOINTMENT OF M/S MANISHA SARAF & ASSOCIATES AS THE SECRETARIAL AUDITOR OF THE COMPANY**

Pursuant to the provision of section 204 of the Companies Act, 2013 and Regulation 24A of SEBI (LODR) Regulation, 2015, every listed entity is required to annex with its Board Report a Secretarial Audit Report issued by a practicing Company Secretary in Form MR-3.

Accordingly, the Board of Directors, on the recommendation of the audit committee, proposed to appoint M/S Manisha Saraf & Associates, Ms. Manisha Saraf, Company Secretary in Practice (Membership no. 7607, C.P. NO. 8207) for conducting the Secretarial Audit of the Company for a period of five (5) years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 35th Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and Other Applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provision of the SEBI Listing Regulations for the period commencing from the Financial Year 2025-26 through the Financial Year 2029-30, at a remuneration mutually agreed between the firm and the company.

M/s. Manisha Saraf, & Associates, has provided their consent for appointment as the Secretarial Auditor of the Company subject to the approval of the members of the Company and have also confirmed that they are not disqualified to be appointed as the Secretarial Auditors in terms of Regulation 24A (1A) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the provisions of the Companies Secretaries Act, 1980 and the rules and regulation made thereunder.

M/s Manisha Saraf & Associates, Company Secretaries is a peer reviewed sole proprietorship firm with vast experience in corporate and allied matters.

None of the Director(s) or Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No.4 of the Notice of AGM for approval by the members.

Item No. 5

RATIFICATION OF REMUNERATION PAYABLE TO MR. RANA GHOSH, THE COST AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26

The Board of Directors recommended the appointment of M/s. Rana Ghosh & Co, Mr. Rana Ghosh as Cost Auditor to conduct the audit of the cost records of the Company for the financial year 2025-2026 on the remuneration payable to them as per details furnished in item no. 5 of the Notice of the Annual General Meeting.

In accordance with the provisions of Section 148 of the Act read with Rule 14 (a) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the shareholders of the Company. Accordingly, consent of the Shareholders is being sought for ratification of the remuneration payable of Rs. 40,000/- to the Cost Auditors for the financial year 2025-2026.

None of the Directors and Key Managerial Personnel of the Company, including their relatives are concerned with or interested in, financially or otherwise, in the resolution as set out at item no. 5.

The Board recommends the Ordinary Resolution set out at Item No. 5 for approval by shareholders. The consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice of the Annual General Meeting.

Date: 02.08.2025
Registered Office:
 Mouza-Chamarail
 National Highway-6,
 Liluah, Howrah-711114

**On the order of the Board of Directors
 of Aanchal Ispat Limited**
 Sd/-
Puspendu Kayal
(Company Secretary)

Annexure to the Notice**Details of Director seeking re-appointment at the Annual General Meeting**

Particulars	Manoj Goel
DIN	00554986
Date of Birth	18/06/1980
Date of Appointment	23/12/2009
Qualifications	B.Com
Expertise in specific	Manoj Goel has worked and developed expertise across all functions within the Company.
Directorships held in other companies	Penguin Creation Private Limited Pratik Suppliers Private Limited
Memberships / Chairmanships of committees of other companies	NIL
Number of shares held in the Company	NIL

MANAGEMENT DISCUSSION & ANALYSIS REPORT

OVERVIEW

The objective of this report is to convey the Management's perspective on the external environment and steel industry, as well as strategy, operating and financial performance, material developments in human resources and industrial relations, risks and opportunities and internal control systems and their adequacy in the Company during FY 2024-25. This should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included elsewhere in this Report and Annual Accounts 2024-25. The Company's financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') complying with the requirements of the Companies Act, 2013, as amended and regulations issued by the Securities and Exchange Board of India ('SEBI') from time to time.

INDUSTRY STRUCTURE AND DEVELOPMENTS

One of the primary forces behind industrialization has been the use of metals. Steel has traditionally occupied a top spot among metals. Steel production and consumption are frequently seen as measures of a country's economic development because it is both a raw material and an intermediary product. Therefore, it would not be an exaggeration to argue that the steel sector has always been at the forefront of industrial progress and that it is the foundation of any economy.

India is the world's second-largest producer of crude steel, with an output of 125.32 MT of crude steel and finished steel production of 121.29 MT in FY23.

The growth in the Indian steel sector has been driven by the domestic availability of raw materials such as iron ore and cost-effective labour.

Consequently, the steel sector has been a major contributor to India's manufacturing output.

The Indian steel industry is modern, with state-of-the-art steel mills. It has always strived for continuous modernisation of older plants and up-gradation to higher energy efficiency levels.

According to a report the demand for steel in India is projected to grow significantly over the next decade, with annual growth rates expected to range from 5% to 7.3%.

In FY24, the exports and imports of finished steel stood at 7.49 MT and 8.32 MT, respectively compared to 6.7 MT and 6.02 MT exports and imports respectively in the FY23.

In FY 2024–25, the Indian iron and steel sector witnessed steady growth driven by strong domestic demand and supportive policy initiatives. Crude steel production increased by approximately 6% year-on-year, reaching an estimated 140 million tonnes, as India continued to consolidate its position as the world's second-largest steel producer. The growth was primarily supported by robust demand from infrastructure, housing, construction, and automotive sectors, aligned with the government's continued focus on large-scale capital expenditure projects including highways, railways, and urban development under schemes like PM Gati Shakti and Smart Cities Mission.

While steel exports were subdued due to global economic uncertainties and increased competition, imports of cheaper finished steel products rose marginally, prompting the government to monitor unfair trade practices. Despite volatility in global coking coal prices, domestic iron ore availability remained stable due to consistent output from public sector mining companies. Digitalization and automation also advanced during the year, with increasing adoption of AI-driven quality control, predictive maintenance, and energy efficiency technologies across large integrated plants.

PRODUCT WISE PERFORMANCES

The company is engaged in manufacturing of: Mild steel Structural Re-bars, angles, channels, MS Round and other sectional products as per order. Products are broadly categorized as the Re-bars in the Steel Industry. The main application of the products currently being manufactured are used in the Infrastructure and Construction Industry. Existing manufacturing unit is ISO 9001:2008 certified from BSCIC Quality Management Systems.

OPPORTUNITIES & THREATS

➤ OPPORTUNITIES

- Infrastructure Development and Urbanization:

The global push towards infrastructure development, especially in emerging economies, is expected to drive demand for iron and steel products. Government initiatives in countries like India, China, and those in Southeast Asia to build smart cities, improve transportation networks, and develop urban infrastructure will likely boost finished steel consumption.

The ongoing construction boom in residential, commercial, and industrial sectors offers significant opportunities for the iron and steel industry.

- Green Steel Production:

The shift towards sustainable and green steel production methods presents an opportunity for companies that can adapt quickly. Innovations like hydrogen-based steelmaking and carbon capture technologies are gaining traction, supported by government incentives and rising consumer demand for environmentally friendly products.

Companies investing in green technologies can gain a competitive edge as global standards and regulations become stricter.

- Technological Advancements:

The adoption of Industry 4.0 technologies, such as automation, AI, and IT, can enhance operational efficiency, reduce costs, and improve product quality. Smart manufacturing and predictive maintenance can lead to better resource utilization and lower production costs.

Advanced materials and alloy development can open new markets and applications for steel products.

- Growing Demand from Automotive Sector:

The automotive industry's shift towards electric vehicles (EVs) and lighter, stronger materials is driving demand for advanced high-strength steels (AHSS). This trend is expected to create new opportunities for steel producers who can supply the necessary materials.

The growing global demand for EVs is expected to bolster steel demand for manufacturing battery packs, body frames, and other components.

- Government Policies and Trade Agreements:

Favourable government policies, including subsidies for domestic production and protective tariffs against imports, can provide a boost to local iron and steel manufacturers.

Bilateral and multilateral trade agreements can open new markets and reduce export barriers for steel producers.

➤ **THREATS**

- Raw Material Price Volatility:

The iron and steel industry is highly sensitive to fluctuations in the prices of raw materials, such as iron ore, coking coal, and scrap metal. Any significant increase in these prices can erode profit margins, especially for producers who rely heavily on imported raw materials.

Supply chain disruptions, driven by geopolitical tensions or natural disasters, could exacerbate these challenges.

- Environmental Regulations:

The tightening of environmental regulations worldwide poses a significant threat to traditional steelmaking processes, which are carbon-intensive. Compliance with stricter emission norms can increase production costs and require significant capital investments in cleaner technologies.

Failure to adapt to these regulations could result in penalties, loss of market share, and reputational damage.

- Global Economic Uncertainty:

Economic slowdowns in key markets, such as Europe and China, could dampen demand for steel products. Additionally, global inflationary pressures and rising interest rates could reduce investment in infrastructure and construction, key drivers of steel demand.

Uncertainty around trade policies, especially in major economies like the U.S. and China, could lead to disruptions in the global steel trade, impacting export-oriented producers.

- Overcapacity and Competition:

Overcapacity remains a persistent issue in the global steel industry, leading to intense price competition. Producers in countries like China continue to operate at high levels, contributing to global supply gluts and downward pressure on prices.

The emergence of low-cost producers in developing countries could further increase competition, making it challenging for established players to maintain market share.

- Technological Disruptions:

The rise of alternative materials, such as aluminium and composites, particularly in the automotive and aerospace industries, poses a threat to steel demand. These materials are often lighter and more corrosion-resistant, making them attractive substitutes for steel in certain applications.

Failure to keep pace with technological advancements in steelmaking and material science could lead to obsolescence and loss of competitive advantage.

OUTLOOK

Looking ahead, the Indian economy is expected to continue its growth trajectory, supported by strong domestic demand, strategic investments, and ongoing reforms. However, challenges such as inflation, global economic uncertainties, and environmental issues will require vigilant policy management and adaptive strategies.

For FY 2024-2025, the Indian economy presents a picture of robust growth amidst a complex global and domestic landscape. With a focus on infrastructure, investment, and economic reforms, India is well-positioned to sustain its growth momentum while addressing key challenges and leveraging emerging opportunities.

RISK AND CONCERN

The company operating in a highly competitive and regulated Iron and steel sector, is exposed to various business, financial, operating and environmental risks. The company is committed to identifying these risks and implementing effective mitigation strategy to ensure sustainable operations and long-term value creation.

- **Raw material price volatility:** Fluctuation in price of iron ore, coal, and other inputs due to geopolitical events supply disruptions, and regulatory changes.

The company enters into long-term supply agreements with reliable vendors, diversifies sourcing channels, and maintains optimal inventory levels to manage cost variability.

- **Market demand Uncertainty:** Demand fluctuations arising from macroeconomic instability, reduced infrastructure activity, slowdown in user industries.

The company focuses on strengthening relationship with institutional buyers, and continuously monitoring market trends for timely adjustments in production and sales strategies.

- **Regulatory and Environmental Compliance:** Increasingly stringent environmental regulation and statutory compliance requirements may increase operational costs.

The company proactively invests in pollution control equipment, energy- efficient technologies, and environment friendly manufacturing practices, it also conducts regular internal audits to ensure strict compliance applicable laws and standards.

- **Workplace Safety and workforce Management:** Potential hazards associated with steel manufacturing process and challenges in maintaining skilled manpower.

The company, comprehensive safety protocols, periodic training programs and strict adherence to industry best practices are implemented. The company also fosters employee engagement and welfare to ensure workforces stability.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Financial Controls ('IFC') framework, commensurate with the size, scale, and complexity of the Company's operations. The Board of Directors of the Company is responsible for ensuring that IFC have been laid down by the Company and that such controls are adequate and operating effectively. The internal control framework has been designed to provide reasonable assurance with respect to recording and providing reliable financial and operational information, complying with applicable laws, safeguarding assets from unauthorised use, executing transactions with proper authorization and ensuring compliance with corporate policies. The Company's internal financial control framework is commensurate with the size and operations of the business and is in line with the requirements of the Companies Act, 2013.

The Company has laid down Standard Operating Procedures and policies to guide the operations of each of its functions. Business heads are responsible to ensure compliance with these policies and procedures. Robust and continuous internal monitoring mechanisms ensure timely identification of risks and issues. The management, statutory auditors and internal auditors have also carried out adequate due diligence of the control environment of the Company through rigorous testing.

The Internal Audit team monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures, and policies at all locations of the Company and its subsidiaries. Based on the report of internal audit function, process owners undertake corrective action(s) in their respective area(s) and thereby strengthen the controls. Significant audit observations and corrective action(s) thereon are presented to the Audit Committee. The Audit Committee at its meetings, reviews the reports submitted by the Internal Auditor. Also, the Audit Committee at frequent intervals has independent sessions with the statutory auditor and the Management to discuss the adequacy and effectiveness of internal financial controls.

FINANCIAL PERFORMANCE

The Company had prepared its financial statements based on Indian Accounting Standard (Ind AS). The financial statements were prepared under the historical cost convention on an accrual basis. Figures of the previous years were reclassified/ regrouped to confirm the presentation requirements under Ind AS and the requirements laid down under Schedule III of the Companies Act, 2013.

The Company's revenue in FY 2024-25 was Rs. 15, 113 lakhs compare to Rs. 10, 939 lakhs in the previous financial year. EBIDTA stood at Rs. (471.07) lakhs in FY 2024-25 compared to Rs. (673.01) lakhs in the previous financial year. The Company reported a post-tax loss of Rs. 1,332.09 lakhs in FY 2024-2025 compared to a post-tax loss of Rs. 625.30 lakhs in the previous financial year.

HUMAN RESOURCE

The Company recognizes the importance of human resources in realizing its growth ambitions and believes in nurturing talent within the organization to take up leadership positions. The Company believes in investing in people development and process improvements, aligned with Company's vision and values. As of March 31, 2025, the Company has 116 employees.

DETAILS OF SIGNIFICANT CHANGES:

Sl. No.	Analytical Ratios	31 st March 2024	31 st March 2023	% Of Change
1	Current Ratio (Current Assets/Current Liabilities)	0.92	0.82	-11.6%
2	Debt – equity Ratio (Total Debt/Shareholder's Equity)	-	5.00	100.0%
3	Inventory Turnover Ratio (Cost of Goods sold or Sales/Average inventory) Average inventory is (Opening + Closing balance/2)	14.30	7.81	-83.0%
4	Operating Margin (%) (Earnings before interest and Taxes less other income/Net Sales)	-11.95%	-3.72%	-221.0%
5	Net Profit Margin (%) (Net Profit/ Net Sales)	-8.87%	-5.71%	-55.2%
6	Trade Receivables Turnover ratio (Net Credit Purchase/ Average Trade Payables) Average trade payable=(opening + Closing balance /2)	4.87	1.97	-147.3%
7	Interest Coverage Ratio (Earnings Before Interest and Taxes (EBIT) / Interest Expense)	NIL	NIL	NIL

CAUTIONARY STATEMENT

Statements made in Management Discussion and Analysis Report describing the Company's objectives, estimates, expectations, or predictions are "Forward-looking Statement" within the meaning of applicable laws and regulations. They are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include global and Indian demand-supply condition, raw material availability, trained manpower, changes in Government regulations, tax regimes, economic development within India, and the countries within which the Company conducts business and other incidental factors.



BOARD'S REPORT

To the Members,

The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, admitted the application for initiation of the Corporate Insolvency Resolution Process (CIRP) of the Company under the Insolvency and Bankruptcy Code, 2016 (IBC) vide order dated 12th September 2023. Pursuant to Section 17 of the IBC, the powers of the Board of Directors were suspended and vested with Mr. Sriram Mittal, who was appointed as the Interim Resolution Professional (IRP).

Thereafter, the Committee of Creditors (CoC), in its meeting held on 11th October 2023, resolved with 100% voting share to appoint Mr. Santanu Brahma as the Resolution Professional (RP), which was approved by the NCLT on 17th November 2023.

In accordance with SEBI Notification No. SEBI/LAD-NRO/GN/2018/21 dated 31st May 2018, the provisions relating to the Board of Directors and its committees under Regulations 17 to 21 of the SEBI (LODR) Regulations, 2015 were not applicable during the CIRP.

The IRP issued a public announcement on 15th September 2023 inviting claims from creditors, and the RP filed the list of creditors with the Adjudicating Authority on 5th October 2023. During the CIRP, a total of 21 CoC meetings were held—3 under the IRP and 18 under the RP.

A provisional list of three eligible applicants including Mr. Mukesh Goel, Promoter and erstwhile Director of the Corporate Debtor, was issued on 24th January 2024 and finalized on 8th February 2024. All three applicants were included in the final list on 11th March 2024.

Resolution Plans were evaluated based on the approved Evaluation Matrix and valuation summary provided by Registered Valuers. After due consideration, the Resolution Plan submitted by Mr. Mukesh Goel was approved unanimously (100% voting) by the CoC on 6th June 2024, in accordance with Section 30(4) of the IBC.

The Resolution Plan was filed with NCLT on 7th June 2024 and subsequently approved by the Hon'ble NCLT on 27th March 2025 under Section 31 of the Code.

Following the approval, the Board of Directors was reconstituted on 10th April 2025 by the Successful Resolution Applicant, and management control of the Company was transferred to the newly constituted Board. A Monitoring Committee was also formed on 23rd April 2025 to oversee the implementation of the approved Resolution Plan.

We hereby present 30TH Board's Report of Aanchal Ispat Limited (the Company) along with the audited financial statements for the financial year ended March 31, 2025.

1. FINANCIAL RESULTS

In compliance with the provisions of the Companies Act, 2013 ('Act'), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') the Company has prepared its financial statements as per Indian Accounting Standards (Ind AS) for the FY 2024-25. The highlights of the financial results of the Company, extracted from the financial statements for the FY 2024-25 and previous FY 2023-24, are as under:

(in lakhs)		
PARTICULARS	2024-2025	2023-2024
Sales and other operating Income	15130.13	10,939.05
Earnings before Interest, Tax, Depreciation & amortization (EBITDA)	(469.51)	(321.55)
Finance costs	1.56	351.46
Depreciation and amortization expenses	64.31	62.99
Profit/ (loss) before tax	(535.38)	(736.00)
a) Current Tax	-	-
b) Current Tax Expense relating to Prior Year's	-	-
c) Deferred Tax	(450.53)	(129.40)
Profit/(loss) for the period	(1340.23)	(624.82)

2. RESULTS OF OPERATIONS AND STATE OF THE COMPANY'S AFFAIRS:

The Company's revenue in FY 2024-25 was Rs. 15,130.13 lakhs compare to Rs. 10,939.05 lakhs in the previous financial year. EBITDA stood at Rs. (469.51) lakhs in FY 2024-25 compared to Rs. (339.76) lakhs in the previous financial year. The Company reported a post-tax loss of Rs. 1340.23 lakhs in FY 2024-25 compared to a post-tax loss of Rs. 624.81 lakhs in the previous financial year.

3. TRANSFER TO RESERVES

The Company has not transferred any amount to the Reserves for the year ended 31st March, 2025.

4. DIVIDEND

The company has not recommended the payment of any dividend on equity shares for the year ended 31st March, 2025.

5. CHANGE IN THE NATURE OF BUSINESS

The company is engaged in manufacturing of a wide range of, MS Rounds & Angles, besides Trading of Steel Products etc. There has been no change in the nature of business of the Company.

6. SHARE CAPITAL

The paid up Equity Share Capital as at March 31, 2025 stood at `20.85 cores. During the year under review, the Company has not issued shares or convertible securities or shares with differential voting rights nor has granted any stock options or sweat equity or warrants. As on March 31, 2025, none of the Directors of the Company hold instruments convertible into Equity Shares of the Company.

** Pursuant to the order of the Hon'ble NCLT and in accordance with Part-B of the approved Resolution Plan, the share capital of the Company is to be restructured as follows:*

- Cancellation of all equity shares held by the Promoters and Promoter Group;
- Reduction of the face value of equity shares from ₹10/- each to ₹0.10 each;
- Post-reduction, consolidation of equity shares to a face value of ₹10/- each;
- Allotment of 26,90,723 equity shares of ₹10/- each, aggregating to ₹2,69,07,230/-, to Mr. Mukesh Goel, the Successful Resolution Applicant, and his representatives, by way of equity infusion.

After the re-structuring, the paid-up share capital of the company will be as follows:

Shareholders	No. of Shares	Share Capital (In Rs.)	Shareholding %
Promoter and Promoter Group	26,90,723	2,69,07,230	94.96
Public Shareholders	1,42,608	14,26,080	5.04
Total	28,33,331	2,83,33,310	100%

The newly constituted Board of Directors fixed 30th April 2025 as the record date for executing the restructuring and has initiated necessary applications and statutory filings for implementation. Upon receipt of requisite approvals, the revised share capital will be reflected across all statutory portals and on the Company's website.

7. ANNUAL RETURN

As provided under Section 92(3) and 134(3)(a) of the Act, read with Rule 12 of Chapter VII Rules of the Companies (Management and Administration) Amendment Rules, 2021, Annual Return in Form MGT-7 for FY 2023-2024 is uploaded on the website of the Company i.e. www.aanchalispac.com.

8. DEPOSITS

The Company has not accepted any public deposit during the year under review and no amount against the same was outstanding at the end of the year.

9. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The company is not having a holding or subsidiary company during the year and no other company has become a holding/subsidiary/ joint venture.

10. SECRETARIAL STANDARDS OF ICSI

The Ministry of Corporate Affairs has mandated SS-1 and SS-2 with respect to board/committee meetings and general meetings respectively.

11. REGULATORY STATEMENT

In conformity with the provision of regulation 34(2) (c) of SEBI (LODR), Regulations 2015, the Cash Flow Statement for the year ended 31.03.2025 is annexed hereto. The equity shares of the Company are listed on the BSE Ltd.

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

As required under Section 134 (3) (m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, particulars relating to conservation of Energy, R & D, Technology absorption, and foreign exchange earnings/outgo are separately provided in the annexure to this report as **(Annexure – “A”)**.

13. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

As per the terms of Regulation 34(2) read with Schedule V of SEBI Listing Regulations, Management's Discussion and Analysis Report for the year under review is presented in a separate section forming part of the Annual Report.

14. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Company was admitted into the Corporate Insolvency Resolution Process (CIRP) pursuant to the order of the Hon'ble National Company Law Tribunal, Kolkata Bench dated 12th September, 2023, under the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC). Consequently, in accordance with Section 17(1)(b) of the IBC, the powers of the Board of Directors were suspended and vested with Mr. Santanu Brahma, who was appointed as the Resolution Professional (RP).

Subsequently, the Hon'ble NCLT, Kolkata Bench, by its order dated 27th March, 2025, approved the Resolution Plan submitted by Mr. Mukesh Goel, the Successful Resolution Applicant (SRA), under Section 31 of the IBC. In accordance with the terms of the approved Resolution Plan, all existing directors ceased to hold office with effect from the date of the approval, i.e., 27th March, 2025.

Accordingly, the following Directors and KMPs vacated their respective offices effective 27th March, 2025:

Sl. No.	Name	DIN	Designation
1.	Mr. Mukesh Goel	00555061	Managing director
2.	Mr. Manoj Goel	00554986	Director
3.	Ms. Nilu Nigania	08203037	Independent Director
4.	Mr. Mukesh Agarwal	06954595	Independent Director
5.	Ms. Shikha Jaiswal	09733093	Independent Director

Following the approval of the Resolution Plan, and in accordance with its terms, the Board of Directors was reconstituted by the Successful Resolution Applicant on 10th April, 2025, as under:

Sl. No.	Name and DIN of Directors	Designation	Date of Appointment
1	Mr. Mukesh Goel, 00555061	Managing director	10.04.2025
2	Mr. Manoj Goel, 00554986	Non-executive director	10.04.2025
3	Mr. Nilu Nigania, 08203037	Non-Executive Independent Director	10.04.2025
4	Ms. Chetna, 08981045	Non-Executive Independent Director	10.04.2025

All the above-mentioned Directors have submitted declarations confirming that they are not disqualified from being appointed as Directors in terms of Section 164(2) of the Companies Act, 2013, read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Further, pursuant to Section 203 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following personnel have been designated as Key Managerial Personnel (KMPs) of the Company:

- Mr. Mukesh Goel – Managing Director
- Mr. Mukesh Kumar Agarwal – Chief Financial Officer
- Mr. Puspendu Kayal – Company Secretary

The reconstitution of the Board and appointment of KMPs were carried out in compliance with the terms of the approved Resolution Plan and applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

15. RETIREMENT BY ROTATION AND SUBSEQUENT RE-APPOINTMENT

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, Mr. Manoj Goel, Director, is liable to retire by rotation at the ensuing AGM and being eligible have offered himself for re-appointment. A resolution seeking shareholders' approval for his re-appointment along with other required details forms part of the Notice.

The Managing Director & CEO and Independent Directors of the Company are not liable to retire by rotation.

16. DECLARATION BY INDEPENDENT DIRECTORS

Pursuant to the approval of the Resolution Plan submitted by Mr. Mukesh Goel, the Successful Resolution Applicant (SRA), as approved by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench vide its order dated 27th March, 2025, the SRA reconstituted the Board of Directors on 10th April, 2025. As part of the reconstitution, the following two Non-Executive Independent Directors were appointed to ensure compliance with the statutory composition requirements:

1. **Ms. Nilu Nigania (DIN: 08203037)**
2. **Ms. Chetna (DIN: 08981045)**

The Company has received declarations from both the above-mentioned Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

17. NUMBER OF MEETINGS OF THE BOARD

During the year under review, no meetings of the Board of Directors were held, as the Company was under the Corporate Insolvency Resolution Process (CIRP) pursuant to the order of the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, with effect from 12th September, 2023. Mr. Santanu Brahma was appointed as the Resolution Professional to manage the affairs of the Company during the CIRP period in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016.

However, during the CIRP and until the approval of the Resolution Plan by the Hon'ble NCLT, Kolkata Bench on 27th March, 2025, the Committee of Creditors (CoC) convened a total of 21 meetings.

18. NOMINATION AND REMUNERATION POLICY

The salient features of the Nomination and Remuneration Policy of the Company are set out in the Corporate Governance Report which forms part of this Annual Report. The said Policy of the Company, *inter alia*, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment & re-appointment of Directors on the Board of the Company and persons holding Senior Management positions in the Company, including their remuneration and other matters as provided under Section 178 of the Act and Listing Regulation.

19. BOARD EVALUATION

The Board of Directors of the company were suspended pursuant to the Hon'ble NCLT, Kolkata bench order for admission of Corporate Insolvency Resolution Process (CIRP) under the Insolvency Bankruptcy Code, 2016 w.e.f September 12, 2023.

The Hon'ble NCLT, Kolkata bench approved the resolution plan on 27th March, 2025. Pursuant to the said approval, a new Board of director has been constituted. Accordingly, the Company has adopted a revised Board Evaluation policy with effect from 18th of April, 2025.

Though the Company is under CIRP, the Company has developed a robust familiarization process for the newly appointed directors with respect to their roles and responsibilities, way ahead of the prescription of the regulatory provisions. The process has been aligned with the requirements under the Act and other related Regulations. This process inter-alia includes providing an overview of the Company's business model, the risks and opportunities etc. Details of the Familiarization Programme are also available on the Company's website at <http://www.aanchalispac.com/policies-25/Performance%20Evaluation.pdf>.

20. COMMITTEES

Upon approval of the Resolution Plan by the Hon'ble NCLT on 27th march, 2025, the Board of Directors reconstituted its committees on 18TH April, 2025, including the Audit Committees, Nomination and Remuneration Committee, and stakeholders Relationship Committee.

All recommendations made by the reconstituted committees during the year were approved by the Board. A detailed note on the composition of the Board and its committees is provided in the corporate governance report.

➤ AUDIT COMMITTEE

Since 12th September 2023, the powers of the Board of Directors stood suspended and were exercised by the erstwhile Resolution Professional during the Corporate Insolvency Resolution Process (CIRP), until the approval of the Resolution Plan by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, pursuant to its order dated 27th March 2025.

The Audit Committee had not met in the financial year 2024-25.

However, after the closure of Financial Year 2024-25 and pursuant to the above referred approved Resolution Plan, the Board of Directors reconstituted the Audit committee of the Company w.e.f. 18th April, 2025 by appointing following directors:

Name	Position Held	Designation in the Board
Ms. Nilu Nigania	Chairperson	Non-Executive Independent Director
Ms. Chetna	Member	Non-Executive Independent Director
Mr. Manoj Goel	Member	Non-Executive Director

The Audit Committee ensures an effective internal control system. The Company Secretary of the Company is the Secretary of the Committee.

➤ **NOMINATION AND REMUNERATION COMMITTEE**

Since 12th September 2023, the powers of the Board of Directors stood suspended and were exercised by the erstwhile Resolution Professional during the Corporate Insolvency Resolution Process (CIRP), until the approval of the Resolution Plan by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, pursuant to its order dated 27th March 2025.

However, after the closure of Financial Year 2024-25 and in terms of above referred approved Resolution Plan, the Board of Directors reconstituted the Nomination and Remuneration Committee of the Company w.e.f. 18.04.2025 by appointing following directors:

Name	Position Held	Designation in the Board
Ms. Nilu Nigania	Chairman	Non-Executive Independent Director
Ms. Chetna	Member	Non-Executive Independent Director
Mr. Manoj Goel	Member	Non-Executive Director

The Company Secretary of the Company is the Secretary of the Committee.

➤ **STAKEHOLDER'S RELATIONSHIP COMMITTEE**

Since 12th September 2023, the powers of the Board of Directors stood suspended and were exercised by the erstwhile Resolution Professional during the Corporate Insolvency Resolution Process (CIRP), until the approval of the Resolution Plan by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, pursuant to its order dated 27th March 2025.

However, after the closure of Financial Year 2024-25 and in terms of above referred approved Resolution Plan, the Board of Directors reconstituted the Nomination and Remuneration Committee of the Company w.e.f. 18.04.2025 by appointing following directors:

Name	Position Held	Designation in the Board
Ms. Nilu Nigania	Chairman	Non-Executive Independent Director
Mr. Mukesh Goel	Member	Executive Director
Mr. Manoj Goel	Member	Non-Executive Director

The Company Secretary of the Company is the Secretary of the Committee.

21. SEPARATE MEETING OF INDEPENDENT DIRECTORS

Due to the Corporate Insolvency Resolution Process (CIRP) there could not be any separate meeting of the Independent Directors during the FY 2024-2025.

22. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

All independent directors inducted into the Board are familiarized with the operations and functioning of the Company. The details of the training and familiarization program are provided in the Corporate Governance report.

23. DIRECTORS RESPONSIBILITY STATEMENT

In compliance with the provisions of Section 134(5) of the Companies Act, 2013 the suspended Board of Directors to the best of their knowledge and hereby confirm the following:

- (a) in the preparation of the annual accounts for the financial year ended 31st March 2025, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) Selection of such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2025 and profit and loss account of the Company for that period;
- (c) Taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The annual accounts are prepared on a going concern basis; and
- (e) The company had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) Devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

24. AUDITORS & AUDITORS' REPORT**Statutory Auditors**

M/s Rajesh Jalan & Associates, Chartered Accountants, Kolkata (Firm Registration No. 326370E), were appointed as the Statutory Auditors of the Company for a term of five years at the 25th Annual General Meeting held on 15th December, 2020, in accordance with the provisions of the Companies Act, 2013.

The Statutory Auditors have issued an unmodified opinion on the Financial Statements of the Company for the financial year ended 31st March, 2025. The Auditors' Report for the said financial year forms part of this Annual Report.

The Board of Directors, based on the recommendation of the Audit Committee, will decide on the re-appointment of M/s Rajesh Jalan & Associates as the Statutory Auditors of the Company for a further term of five years, subject to the approval of the Members at the ensuing 30th Annual General Meeting.

A resolution for the re-appointment of the Statutory Auditors shall accordingly be included in the Notice convening the 30th AGM for approval by the Members.

Cost Auditor

Pursuant to Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014 and amendments thereof, the Company is required to maintain cost accounting records in respect of certain specified products, and accordingly, such accounts and records are made and maintained in the prescribed manner. The cost accounting records maintained by the Company are required to be audited and, accordingly, M/s. Rana Ghosh & Co were appointed Cost Auditors for FY 2024-25.

The Board of Directors to re-appoint M/s. Rana Ghosh & Co Cost Accountant, as Cost Auditors for auditing the cost records of the Company for the financial year 2025-26. The Act mandates that the remuneration payable to the Cost Auditor is ratified by the shareholders. Accordingly, a resolution seeking ratification of the shareholders for the remuneration payable to the Cost Auditors for the financial year 2025-26 is included in the Notice convening the 30th Annual General Meeting.

Internal Auditor

The Company appointed M/s Sailesh Agarwal & Associates LLP (FRN: E300263) for the FY 2024-25 an Independent firm of Chartered Accountants to act as an Internal Auditor as per the suggestion of auditors and the recommendation of the Audit Committee in the Board Meeting held on 9th June, 2023 in order to strengthen the internal control system for the Company.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company appointed M/s Manisha Saraf & Associates, Practicing Company Secretaries, as its secretarial auditor to undertake the Secretarial Audit for FY 2024-25. The Company has received consent from M/s. Manisha Saraf & Associates to act as the auditor for conducting an audit of the secretarial records for the financial year ending 31st March, 2025. The secretarial audit report certified by the secretarial auditors, in the specified form MR-3 is annexed herewith and forms part of this report (**Annexure –“B”**). The secretarial audit report does not contain any qualifications, reservations, or adverse remarks.

25. CODE OF CONDUCT

The Code of Conduct of Directors, KMP's and Senior executive of the Company is already in force and the same has been placed on the Company's website www.aanchalispac.com and the declaration for the affirmation with the same forms a part of this report.

26. CORPORATE GOVERNANCE

Your Company has practice sound Corporate Governance and taken necessary actions at appropriate times for enhancing and meeting stakeholders' expectations while continuing to comply with mandatory provisions of Corporate Governance. Your Company has complied with the requirements of all applicable regulations read with Schedule-V of SEBI Listing regulations as issued by SEBI and amended from time to time.

A report on Corporate Governance along with certificate from M/s Rajesh Jalan & Associates, Chartered Accountants, regarding the compliance of conditions is presented in a separate section forming part of the Annual Report.

27. POLICY RELATING TO DIRECTOR'S APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The policy of the Company on Director's appointment and remuneration, including criteria for determining qualifications, independence, and other matters is as provided under subsection(3) of Section 178 of the Companies Act, 2013 is available on the company's website at www.aanchalispac.com.

28. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The particulars of employees as required under Section 197 (12) of the Act read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (as amended) are given in separate annexure attached hereto as (**Annexure-“C”**) and forms a part of this report.

Further stating there were no such employees drawing remuneration in excess of the limits set out in Section 197 (12) of the Companies Act, 2013 read with Rule 5(2) & 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

29. DETAILS OF RELATED PARTIES TRANSACTIONS PURSUANT TO SECTION 188(1) OF THE COMPANIES ACT, 2013

During the financial year, all transactions entered into with the Related Parties as defined under the Companies Act, 2013, were in the ordinary course of business on arm's length basis and as such did not attract provisions of Section 188 (1) of Companies Act, 2013. The company has formulated a policy on related party transactions. Particulars of related party transactions pursuant to Section 134(3) (h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 is attached at **Annexure – “D”**. Approvals from the Audit Committee are obtained even for transactions which are in the ordinary course of business and repetitive in nature. Further, on a quarterly basis, disclosures are made to the Audit Committee and to the Board in its meetings. Details of related party transactions are given in the notes to financial statements.

30. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Details of loans, guarantees, and investments under the provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, as on 31st March, 2025, are set out in **Note 3** to the Financial Statements of the Company.

31. RISK MANAGEMENT POLICY

The risk management strategy of your Company is based on a clear understanding of various risks, and adherence to well-laid-out risk policies and procedures that are benchmarked with industry best practices. The Company has developed robust systems and embraced adequate practices for identifying, measuring, and mitigating various risks – business, strategic, operational, market, credit, liquidity, reputational and process risks – and ensuring that they are maintained within pre-defined risk appetite levels.

32. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the provisions of section 135 of the Companies Act, 2013 along with Companies (Corporate Social Responsibility Policy) Rules, 2014 as they are not applicable.

33. WHISTLE BLOWER POLICY

The Company has established an effective Whistle blower policy (Vigil mechanism) and procedures for its Directors and employees whereby employees, directors and other stakeholders can report matters such as generic grievances, corruption, misconduct, fraud, misappropriation of assets, and non-compliance with code of conduct to the Company. The policy safeguards the whistle blowers to report concerns or grievances and also provides direct access to the Chairman of the Audit Committee. During the year under review, none of the personnel has been denied access to the Chairman of the Audit Committee. This policy is available on Company's website www.aanchalispat.com.

34. CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

The Company has also adopted the Code of Practice and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("the Code") in line with the SEBI PIT Regulations.

35. INTERNAL FINANCIAL CONTROLS

The Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's Policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting records, and the timely preparation of financial disclosures.

The Company has an Internal Control System commensurate with the size, scale and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditor. Significant audit observations and corrective action are reported to the Audit Committee.

The concerned executives monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee.

36. INSURANCE

The Company has taken appropriate insurance for all assets against foreseeable perils.

37. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION, AND REDRESSAL) ACT, 2013

There were no complaints pending for the redresses at the beginning of the year and no complaints received during the financial year.

38. COURT/TRIBUNAL ORDERS

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

39. MATERIAL CHANGES AFFECTING THE COMPANY

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

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

40. APPRECIATION

The management thank the shareholders for their continued support and they would like to place on record their appreciation for the dedicated services rendered by the Employees at all levels.

We thank our customers, vendors, dealers, investors, business associates and bankers for their continued support during the year.

We place on record our appreciation of the contribution made by the employees at all levels. Our resilience to meet challenges was made possible by their hard work, solidarity, co-operation and support.

**On behalf of the Board of Directors of
Aanchal Ispat Limited**

Sd/-

**Mukesh Goel
(Managing Director)
DIN:00555061**

**Place: Howrah
Date: 30.05.2025**



ANNEXURE -A TO THE BOARD'S REPORT**Particulars pursuant to the provisions of Section 134 (m) of the Companies Act, 2013 and Rule 8 (3) of the Companies Accounts Rules, 2014**

- **CONSERVATION OF ENERGY:**

Your company gives priority to Energy conservation. It regularly reviews measures to be taken for Energy Conservation/ Consumption and its effective utilization.

1. The steps taken or impact on conservation of energy:

- Installation of Automatic Power Factor Correction Equipment;
- Using Energy Star Equipment;
- Became a paperless business;
- Unplug computers over the weekend;
- Good insulation;
- Proper use of compressors;
- Use of re-cuperator in rolling mill;
- Adoption of LED light for the entire plant lightening;
- Adoption of Solar Energy is in pipeline for Domestic Consumption and common pathway lightening;
- Rainwater Water Harvesting is being adopted for its water requirement for Manufacturing during the monsoon which will result in saving electrical energy for extracting ground water.

2. The steps taken by the Company for utilising alternate sources of energy:

- Use of translucent sheets;
- Embrace natural lighting.

3. The capital investment in energy conservation equipment: NIL

- **TECHNOLOGY ABSORPTION:**

1. Efforts made towards technology absorption:

- Method improvements in manufacturing process;
- Increasing level of Automation in the production side;
- Improvement in safety measures for workers at the plant;
- Upgrading Pollution control equipment for air/water;
- The re-heating Furnace of Structural Unit and TMT Unit's Internal Lining was re-casted with latest engineering technology to get maximum yield of Heat with lesser consumption of Fuel.

2. Benefits derived as a result of such efforts:

- Improvement in productivity;
- Cost Reduction;
- Improvement in profit;
- Energy conservation;
- Better quality products.

3. No fresh technology has been imported during the year.

4. The expenditure incurred on research or development: NIL

- **FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual outflow is as follows:

<u>Particulars</u>	<u>FY 2024-2025 (Rs. in Lakhs)</u>
Foreign Exchange earned in terms of actual inflows	NIL
Foreign Exchange outgo in terms of actual outflows	NIL



ANNEXURE -B TO THE BOARD'S REPORT**Form No. MR-3****SECRETARIAL AUDIT REPORT**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

For the Financial Year ended 31st March, 2025

To,
The Board of Directors,
AANCHAL ISPAT LIMITED
Mouza- Chamarail National Highway 6
Liluah, Howrah-711114
West Bengal

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

Based on my verification of the company's books, papers, minute books, registers, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:-

I have examined the books, papers, minute books, registers, forms and returns filed and other records maintained by Aanchal Ispat Limited ("**the Company**") for the financial year ended on 31st March, 2025 according to the provisions of: -

- (i) The Companies Act, 2013 ("**the Act**") and the rules made thereunder including statutory amendments made thereto and modifications thereof for the time being in force;
- (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; (**Not Applicable to the company during the audit period**);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('**SEBI Act**'), to the extent applicable: -
 - (a) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021; ***(Not Applicable to the company during the audit period);***
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; ***(Not Applicable to the company during the audit period);***
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; ***(Not Applicable to the company during the audit period);***
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; ***(Not Applicable to the company during the audit period);*** and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. ***(Not Applicable to the company during the audit period);***
- (vi) Apart from the Insolvency and Bankruptcy Code, 2016, the other laws as informed and certified by the officials of the Company which are specifically applicable to the Company based on its industry/sectors are:
 - (a) The Environment (Protection) Act, 1986;
 - (b) Water (Prevention and Control of Pollution) Act, 1974 and the Air (Prevention and Control of Pollution) Act, 1981;
 - (c) Factories Act, 1948;
 - (d) Bureau of Indian Standard;
 - (e) Industrial Disputes Act, 1947.

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

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

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (b) The Listing Agreements entered into by the Company with Bombay Stock Exchange.

I further report that the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

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

-

Sr. No.	Compliance Requirement	Deviations	Observations/Remarks
1	Large Corporate Disclosure	Non-Submission of the initial disclosure to the Stock Exchange(s) within 30 days from the start of the financial year.	The company assures compliance with the time limits prescribed under the regulation.
2	Regulation 31(4) of SEBI (Substantial Acquisition of shares and takeovers) Regulation, 2011	Non-submission of the disclosure by the promoter of the target Company regarding encumbered shares, either by himself or by persons acting in concert with him, with the Exchange.	The Promoter was required to submit the disclosure within seven working days from the end of each financial year. However, the Company has not submitted the same to the Exchange.
3	Regulation 6(1) of SEBI LODR Regulations, 2015	Non-compliance with requirement to appoint a qualified Company Secretary as the Compliance Officer. Exchange imposed fine of Rs. 4,55,480 (inclusive of GST) up to quarter ended December, 2024.	The Company has not appointed any qualified Company Secretary as the Compliance Officer. The said fees were required to be paid within 15 days from the date of this letter, and the same has not been paid.
4	Regulation 30 of SEBI LODR Regulations, 2015 read with Schedule III, Part A, point no. 16	Delayed intimation of information as specified in Schedule III, Part A, Point No. 16.	The Hon'ble NCLT, Kolkata Bench admitted the Company into Corporate Insolvency Resolution Process (CIRP) through its order dated September 12, 2023, under the provisions of the Insolvency and Bankruptcy Code, 2016. The company is required to make the intimations as per Schedule III, Part A, Point No. 16. However, these intimations were delayed.
5	Regulation 29 of SEBI LODR Regulations, 2015	Delay in intimation of Board Meeting held for the quarter ended June 30, 2024. Exchange imposed fine of Rs. 11,800 (inclusive of GST)	The Company was required to intimate in PDF mode at least two days in advance, excluding the date of intimation and the meeting. The meeting was held on August 7, 2024, but the intimation was made on August 5, 2024. The fine imposed remains unpaid.
6	Regulation 44 of SEBI LODR Regulations, 2015	Delay in submission of voting results for the resolutions passed at the Annual General Meeting of the Company held on 30.09.2024. Exchange imposed fine of Rs. 11,800 (inclusive of GST)	The Company was required to intimate the same within two working days from the conclusion of its General Meeting. However, the intimation was made on 06.10.2024. The fine imposed remains unpaid.

Note:

1. *M/s. Aldous Commodities Private Limited, an operational creditor of M/s. Aanchal Ispat Limited (the "Corporate Debtor"), filed Company Petition No. CP(IB)-1518(KB)/2020 under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("IBC"), read with Rule 4 of the Insolvency and Bankruptcy (Application to Adjudicating Authority) Rules, 2016, before the Hon'ble National Company Law Tribunal, Special Bench (Court II), Kolkata, seeking initiation of the Corporate Insolvency Resolution Process ("CIRP") against the Corporate Debtor. The Hon'ble NCLT admitted the application by order dated 12th September 2023 (certified copy received on 13th September 2023) and appointed Mr. Sriram Mittal (IBBI Reg. No. IBBI/IPA-001/IP-P02276/2021-2022/13677) as Interim Resolution Professional ("IRP"). Subsequently, by order dated 17th November 2023, CA Santanu Brahma was appointed as Resolution Professional ("RP") in place of the IRP.*
2. *During the CIRP, the RP received a resolution plan submitted by Mr. Mukesh Goel. That plan was duly approved by the Committee of Creditors with the requisite majority and filed before the Hon'ble NCLT (Special Bench, Court II, Kolkata) as Interlocutory Application No. IA(IBC)(PLAN)-9(KB)/2024. The Tribunal sanctioned the plan by order dated 27th March, 2025. In accordance with its Implementation Schedule, management and control of the Corporate Debtor vested in the Resolution Applicant with effect from 28th March, 2025. A Monitoring Committee was thereafter constituted on 23rd April, 2025, and the RP formally demitted office upon full implementation of the Resolution Plan.*
3. *As per the Resolution Plan all the past claims against the Company have been settled and finalized vide the approval of the Resolution Plan, in terms of the law laid in Ghanashyam Mishra and Sons Private Limited v. Edelweiss Asset Reconstruction Company Limited & Ors (SC). Thus, all past claims that do not form part of the Resolution Plan stands extinguished.*

I further report that:

As per the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2018, a company undergoing corporate insolvency resolution process is exempt from complying with relevant regulations under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This includes provisions related to the Board of Directors, including Independent Directors, as well as the constitution, meetings, and terms of reference of the Audit Committee, Nomination and Remuneration Committee, and Stakeholders Relationship Committee.

The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, vide its order dated September 12, 2023, admitted the Company under the Corporate Insolvency Resolution Process (CIRP), pursuant to which the powers of the Board of Directors were suspended and vested with the Resolution Professional (RP) for managing the affairs of the Company.

During the year under the review, there were no Board Meetings and Committee Meetings held. The roles and responsibilities of Board and Committee were carried by the Resolution Professional.

The RP managed the affairs of the Company until March 27, 2025. A new Board was duly constituted with effect from April 10, 2025, and thereafter took over the responsibility of managing the Company's affairs. The newly constituted Board comprised an appropriate balance of Executive Directors, Non-Executive Directors, and Independent Directors, as applicable. Changes in the composition of the Board during the period under review were carried out in compliance with the provisions of the Companies Act, 2013 and the order of the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, dated September 12, 2023.

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

I further report that during the audit period, the Company has not undertaken any events or actions having a major bearing on its affairs pursuant to the above-referred laws, rules, regulations, guidelines, and standards, except for the following:

- (a) *Ms. Puja Kaul, Company Secretary, resigned with effect from September 12, 2023. The management was in search of a suitable candidate to diligently fulfill the responsibilities of the role. Subsequently, Mr. Puspendu Kayal was appointed as the Company Secretary with effect from May 10, 2025.*
- (b) *In compliance with the order of the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, the Company filed Form INC-28 with the Ministry of Corporate Affairs vide SRN AB3201484, Dated: 04.04.2025.*
- (c) *Pursuant to the resolution plan approved by the Hon'ble NCLT, Kolkata Bench, the Company filed an application for reduction and consolidation of its capital in Form INC-28 with the Ministry of Corporate Affairs vide SRN AB3891147, Dated: 07.05.2025.*
- (d) *The Board, in its meeting held on May 6, 2025, approved the issue and allotment of 26,90,723 equity shares to Mr. Mukesh Goel, who is recognised as the new Promoter of the Company under the resolution plan approved by the Hon'ble NCLT, Kolkata Bench.*
- (e) *The Company has made an application with the Listing Operations Department, BSE Limited on 9th May, 2025 for admission of securities issued on 6th May, 2025 of the Company to listed on exchange. The trading on the exchange is suspended thereafter and will be resumed once the In-principle approval is received from the exchange.*

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

**For Manisha Saraf & Associates
Practising Company Secretary**

Sd/-

**Manisha Saraf
(Proprietor)**

Membership No: F7607

Certificate of Practice No: 8207

FRN: S2019WB666200

Peer Review Certificate No.: 2044/2022

UDIN: F007607G000499857

Date: May 30, 2025

Place: Kolkata



ANNEXURE-I

To,
The Resolution Professional,
AANCHAL ISPAT LIMITED
Mouza- Chamarail National Highway 6
Liluah, Howrah-711114
West Bengal

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

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

For Manisha Saraf & Associates
Practising Company Secretary

Sd/-
Manisha Saraf
(Proprietor)
Membership No: F7607
Certificate of Practice No: 8207
FRN: S2019WB666200
Peer Review Certificate No.: 2044/2022
UDIN: F007607G000499857

Date: May 30, 2025
Place: Kolkata

ANNEXURE - C TO THE BOARD'S REPORT**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULES 5 (1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

The percentage change in remuneration of each Director, Chief Financial Officer, and Company Secretary during the Financial Year 2024-2025 and the ratio of the remuneration of each Director to the median remuneration of the employees of the Company are as under:

SL No.	Name of the Director/KMP	Remuneration of Director/KMP for the year (Rs in Lacs)	% increase in Remuneration in the year	Ratio of Remuneration of each Director/ to median remuneration of employees for the year
1	Mr. Mukesh Goel, Managing Director	NIL	-	-
2	Mr. Manoj Goel, Whole Time Director	NIL	-	-
3	Mr. Mukesh Kumar Agarwal, Chief Financial Officer	NIL	-	-

Note:

1. It is hereby affirmed that the Company has not paid any remuneration to its Directors or Key Managerial Personnel during the year ended 31st March, 2025, in view of the ongoing Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016.
2. There were 116 permanent employees on the rolls of the Company as on 31st March, 2025.

ANNEXURE-D TO THE BOARD'S REPORT**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:

Sl.No.	Name(s) of the related party	Nature of transaction	Duration of the transaction	Salient terms of the transaction	Justification for transactions	Date of approval by the board	Amount paid as advances	Date of Special Resolution
1.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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

Sl. No.	Particulars of Related Party	Nature of Transaction	Duration of the transaction	Transactions value in Rs. (in Lakhs)	Date of approval by the board	Balance as at 31 st March, 2024 Dr./ (Cr.) (in Lakhs)
1.	Key Managerial Person (KMP)	-Director Remuneration -Salary -Sitting Fees -Transactions on Current Account -Resolution professional	April, 2024 to March, 2025.	0.00 0.00 0.00 0.00 25.74	Since these RPTs are in the ordinary course of business and are at arm's length basis, approval of the Board is not applicable.	0.00 0.00 0.00 0.00 0.00
2.	Company in which KMP/ Relatives of KMP can exercise significant influence	-Transactions on Current Account -Sales of Goods -Purchases of Goods -Job Charges received -Cutting Charges received -Rent Received -Performance security - Advance	April, 2024 to March, 2025.	0.00 11,285.90 10,883.51 0.00 0.00 0.00 100.00 -		0.00 0.00 0.00 0.00 0.00 300.00 96.04

Related Parties:

Description of relationship	Names of related parties
Ultimate Holding Company	Nil
Holding Company	Nil
Subsidiaries	Nil
Fellow Subsidiaries (to be given only if there are transactions)	Nil
Associates	Nil
Key Management Personnel (KMP)	Santanu Brahma (Resolution Professional) Manoj Goel, Director of Suspended Board Mukesh Goel, Managing Director of Suspended Board
Relatives of KMP	Maina Devi Goel Monika Goel Rashmi Goel Manoj Goel HUF Mukesh Goel HUF Sita Ram Goyal Sita Ram Goyal HUF
Company in which KMP / Relatives of KMP can exercise significant influence	Maina International Ltd. Maina Securities (P) Ltd. Penguin Creation Pvt Ltd Pratik Suppliers Pvt Ltd Rashi Boutique (P) Ltd Khush Suppliers (P) Ltd. Rashi Agro Snacks (P) Ltd.

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy on Corporate Governance

The principles of Corporate Governance are based on transparency, accountability, and focus on the sustainable success of the Company over the long term. At Aanchal Ispat Limited, we feel proud to belong to a Company whose visionary founders laid the foundation stone for good governance long back and made it an integral principle of the business.

Responsible corporate conduct is integral to the way we do our business. Our actions are governed by our values and principles, which are reinforced at all levels within the Company. At Aanchal Ispat Limited, we are committed to doing things the right way which means taking business decisions and acting in a way that is ethical and in compliance with applicable legislation. Our Code of Business Principles (the Code) is an extension of our values and reflects our continued commitment to ethical business practices across our operations. We acknowledge our individual and collective responsibilities to manage our business activities with integrity. Our Code inspires us to set standards that not only meet applicable legislation but go beyond in many areas of our functioning.

CORPORATE INSOLVENCY RESOLUTION PROCESS ("CIRP")

The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, admitted the application for initiation of the Corporate Insolvency Resolution Process (CIRP) of the Company under the Insolvency and Bankruptcy Code, 2016 (IBC) vide order dated 12th September 2023. Pursuant to Section 17 of the IBC, the powers of the Board of Directors were suspended and vested with Mr. Sriram Mittal, who was appointed as the Interim Resolution Professional (IRP).

Thereafter, the Committee of Creditors (CoC), in its meeting held on 11th October 2023, resolved with 100% voting share to appoint Mr. Santanu Brahma as the Resolution Professional (RP), which was approved by the NCLT on 17th November 2023.

In accordance with SEBI Notification No. SEBI/LAD-NRO/GN/2018/21 dated 31st May 2018, the provisions relating to the Board of Directors and its committees under Regulations 17 to 21 of the SEBI (LODR) Regulations, 2015 were not applicable during the CIRP.

The IRP issued a public announcement on 15th September 2023 inviting claims from creditors, and the RP filed the list of creditors with the Adjudicating Authority on 5th October 2023. During the CIRP, a total of 21 CoC meetings were held—3 under the IRP and 18 under the RP.

A provisional list of three eligible applicants including Mr. Mukesh Goel, Promoter and erstwhile Director of the Corporate Debtor, was issued on 24th January 2024 and finalized on 8th February 2024, all three applicants were included in the final list on 11th March 2024.

Resolution Plans were evaluated based on the approved Evaluation Matrix and valuation summary provided by Registered Valuers. After due consideration, the Resolution Plan submitted by Mr. Mukesh Goel was approved unanimously (100% voting) by the CoC on 6th June 2024, in accordance with Section 30(4) of the IBC.

The Resolution Plan was filed with NCLT on 7th June 2024 and subsequently approved by the Hon'ble NCLT on 27th March 2025 under Section 31 of the Code.

Following the approval, the Board of Directors was reconstituted on 10th April 2025 by the Successful Resolution Applicant, and management control of the Company was transferred to the newly constituted Board. A Monitoring Committee was also formed on 23rd April 2025 to oversee the implementation of the approved Resolution Plan.

2. **Board of Directors**

Pursuant to the NCLT order for commencement of the CIRP and in line with the provisions of the Code, the powers of the Board of Directors stood suspended and exercised by RP till the approval of the Resolution plan of Mr. Mukesh Goel, Successful Resolution Applicant (SRA) on 27th March, 2025.

- i. Pursuant to approval of the Resolution plan by the Hon'ble NCLT, Kolkata bench the existing directors ceased to remain and act as the director of the company immediately on NCLT Approval date, i.e., 27th March, 2025. Pursuant to the NCLT order and the approved Resolution Plan, the SRA reconstituted the Board howrah of Directors of the company on 10th April, 2025 after the Resolution Professional handover all the assets, documents and records to the SRA w.e.f 28th March, 2025.

The following are the re-constituted Board of Directors:

Sl. No.	Name and DIN of Directors	Designation	Date of Appointment
1	Mr. Mukesh Goel, 00555061	Managing director	10.04.2025
2	Mr. Manoj Goel, 00554986	Non-executive director	10.04.2025
3	Mr. Nilu Nigania, 08203037	Non-Executive Independent Director	10.04.2025
4	Ms. Chetna, 08981045	Non-Executive Independent Director	10.04.2025

- ii. None of the Directors on the re-constituted Board:
 - holds directorships in more than ten public companies;
 - serves as Director or as Independent Directors (ID) in more than seven listed entities; and
 - Who are the Executive Directors serves as IDs in more than three listed entities.

None of the Directors is related to each other except Mukesh Goel and Manoj Goel.

- iii. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.
- iv. No Board of Directors meeting was held during the Financial Year 2024-2025 due to the Corporate Insolvency Resolution Process (CIRP) pursuant to Hon'ble NCLT, Kolkata bench order dated 12th September, 2023.
- v. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ("AGM"), names of other listed entities in which the Director is a director, and the number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies as on March 31, 2025, are given herein below. Other directorships do not include directorships of private limited companies, foreign companies, and companies registered under Section 8 of the Act:

The Company has been under the Corporate Insolvency Resolution Process (CIRP) pursuant to the order of the Hon'ble National Company Law Tribunal ("NCLT"), Kolkata Bench dated 12th September, 2023.

Subsequently, the Hon'ble NCLT, Kolkata Bench approved the Resolution Plan vide its order dated 27th March, 2025, and in accordance with the same, all existing directors ceased to hold office with effect from the said date. The Directors who were suspended during the CIRP period formally resigned w.e.f. 27th March, 2025.

Thereafter, the Successful Resolution Applicant (SRA), pursuant to the powers vested in him under the approved Resolution Plan and as per the directions of the Hon'ble NCLT, reconstituted the Board of Directors on 10th April, 2025.

Accordingly, the information required under this point is Not Applicable for the reporting period under review

vi. Expertise & Skills of the Board of Directors:

The Board of Directors of the Company are required to uphold ethical standards of integrity and probity and are required to have expertise, experience and core knowledge in the sectors relevant for the growth of the Company. The re-constituted Board members of the Company are holding such skills, expertise and competencies that allow them to make effective contribution to the Board and its Committees. The Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Finance	Leadership in Corporate/ business finance is an important and inevitable function and efficient financial management is crucial for success and sustenance. It results in proficiency in financial management, procurement and utilisation of funds and controlling the financial activities and management of financial resources.
Strategy & Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Global Business	Understanding of global business dynamics, across various geographical markets with an understanding of industry verticals, regulatory jurisdictions, economic conditions, cultures and a broad perspective on global market opportunities.
Leadership	Leadership experience leads to maximize efficiency and to achieve Company goals by understanding the opportunities and threats, processes, strategic planning and risk management and discussing the financial performance and long-term growth.
Procurement, Sales & Marketing	Experience in procurement of raw materials, production aspects, marketing technical aspect of production, quality control, purchase management and developing strategies to grow sales and market share, build brand awareness and enhance Company reputation.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements, driving corporate ethics and values and observing appropriate governance practices.
Administration	Leadership in administration of a Company, results in long-term growth by planning, organising, directing and controlling the operations, creating rules and regulations and making decisions towards achieving a common goal or objective of the Company.

Director	Finance	Strategy & Planning	Global Business	Leadership	Procurement, Sales & Marketing	Governance	Administration
Mr. Mukesh Goel	✓	✓	✓	✓	✓	✓	✓
Mr. Manoj Goel	✓	✓		✓	✓		✓
Ms. Nilu Nigania	✓			✓		✓	✓
Ms. Chetna	✓	✓		✓		✓	✓

As mentioned above details of directors on the board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting (“AGM”), and various other details as on March 31, 2025 are given herein below:-

Name of the Director	Category	Number of Board Meetings held during the FY 2025	Number of Board Meetings attended during the FY 2025	Whether attended last AGM held on September 28, 2023	Number of directorships in other Public Companies		Number of Committee positions held in other Public Companies		Directorship in other listed entity
					Chairman	Member	Chairman	Member	
NIL									

No Board Meetings were held during the financial year 2024–25, as the Board remained suspended under CIRP until approval of the Resolution Plan by the Hon’ble NCLT on 27th March, 2025. The new Board was reconstituted by the SRA on 10th April, 2025.

vi. During FY 2025, no meetings of the Independent Directors has been held due to the on-going CIRP.

vii. The Board periodically reviews the compliance reports of all laws applicable to the Company.

viii. Details of equity shares of the Company held by the Directors as on March 31, 2025 are given below:

The Company was under Corporate Insolvency Resolution Process (CIRP) pursuant to the Hon’ble NCLT, Kolkata Bench order dated 12th September, 2023. The Resolution Plan was approved on 27th March, 2025, and all existing Directors ceased to hold office from that date. The Board was reconstituted by the Successful Resolution Applicant (SRA) on 10th April, 2025. Accordingly, there was no Director holding equity shares in the Company as on 31st March, 2025.

3. **Board Evaluation**

In terms of the requirement of the Companies Act, 2013 and the Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees. The Independent Directors at their separate meeting review the performance of: Non-Independent Directors and the Board as a whole, Chairman of the Company after taking into account the views of Executive Directors and Non-Executive Directors, the quality, quantity, and timeliness of flow of information within the Company. The primary objective of the policy is to provide a framework and set standards for the evaluation of the Board as a whole and each Director individually. The Board evaluation process is carried out by the Nomination and Remuneration Committee and can be accessed on the Website of the Company.

During the year no evaluation of the board was conducted as the power of the board stood suspended and the powers of the board were exercised by the Resolution Professional.

4. **Terms of Appointment of Independent Directors**

As per Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV of the Act Terms and conditions of appointment / re-appointment of Independent Directors are available on the Company's website.

5. **Familiarization Programme**

The details of such familiarization programmes under Regulations 25(7) and 46 of SEBI Listing Regulations for Independent Director(s) are available on the website of the Company.

6. **Committees of the Board**

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/activities as mandated by applicable regulations, which concern the Company and need a closer review. The Chairman of the respective Committee(s) brief the Board about the summary of the discussions held in the Committee Meetings. The minutes of the meetings of all Committees are placed before the Board for review.

During the year under review, No meetings were held due to the suspension of Board powers under Section 17 of IBC.

The Board of Directors re-constituted the following three Committees of the Board on 18th April, 2025, namely, the Audit Committee, Nomination, and Remuneration Committee, and Stakeholders Relationship Committee.

➤ **Audit Committee**

The composition of the Audit Committee of the Board of Directors of the Company re-constituted the Board of Directors of the company on 18.04.2025 are as follows:

Sl. No	Name of the Committee Members	Designation in the Committee	No. of meetings held during the tenure	No. of meetings attended
1.	Ms. Nilu Nigania	Chairperson	-	-
2.	Ms. Chetna	Member	-	-
3.	Mr. Manoj Goel	Member	-	-

All the members of the New Committee are financially literate. The scope of the Audit Committee, inter alia, includes:

- a) Review of the Company's financial reporting process, the financial statements and financial/risk Management policies;
- b) Review of the adequacy of the internal control systems and finance of the internal audit team;
- c) Discussions with the management and the external auditors, the audit plan for the financial year and joint post-audit and review of the same.
- d) Recommendation for appointment, remuneration & terms of appointment of Auditors, etc.

• **Terms & Reference**

- Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) Matters required being included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - (b) Changes, if any, in accounting policies and practices and reasons for the same;
 - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) Significant adjustments made in the financial statements arising out of audit findings;
 - (e) Compliance with listing and other legal requirements relating to financial statements;
 - (f) Disclosure of any related party transactions;
 - (g) Modified opinion(s) in the draft audit report;
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the listed entity with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with internal auditors of any significant findings and follow up there on;

- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- To review the functioning of the whistle blower mechanism;
- Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the audit committee.

AIL has systems & procedures in place to ensure that the audit committee mandatorily reviews the following information:

- (1) Management discussion and analysis of financial condition and results of operations;
- (2) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- (3) Management letters / letters of internal control weaknesses issued by the statutory auditors;
- (4) Internal audit reports relating to internal control weaknesses; and
- (5) The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee.
- (6) Statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).

➤ **Nomination & Remuneration Committee**

The composition of the Nomination & Remuneration Committee of the Board of Directors of the Company re-constituted the Board of Directors of the company on 18.04.2025 are as follows:

Sl. No	Name of the Committee Members	Designation in the Committee	No. of meetings held during the tenure	No. of meetings attended
1.	Ms. Nilu Nigania	Chairperson	-	-
2.	Ms. Chetna	Member	-	-
3.	Mr. Manoj Goel	Member	-	-

• **Terms & Reference**

The terms of reference of the Committee includes:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. Devising a policy on diversity of board of directors;

4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

• **Performance Evaluation Criteria for Independent Directors**

The performance evaluation criteria for independent directors is determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgement.

➤ **Stakeholders' Relationship Committee**

The Stakeholders Relationship Committee has been constituted as per the applicable provisions of the Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

No Meetings of the Stakeholders' Relationship committee could be held during the FY 2024-25 due to the ongoing CIRP.

The composition of the Nomination & Remuneration Committee of the Board of Directors of the Company re-constituted the Board of Directors of the company on 18.04.2025 are as follows:

Sl. No	Name of the Committee Members	Designation in the Committee	No. of meetings held during the tenure	No. of meetings attended
1.	Ms. Nilu Nigania	Chairperson	-	-
2.	Mr. Manoj Goel	Member	-	-
3.	Mr. Mukesh Goel	Member	-	-

The Chairman of the Stakeholders Relationship Committee attends the Annual General Meetings of the Company to answer shareholders queries. The minutes of the Stakeholders Relationship committee are reviewed by the Board of Directors at its subsequent meeting.

7. **Remuneration to Directors**

The Company has formulated a remuneration policy which determines the compensation structure of the Executive/Non-Executive Directors. The Company's Remuneration policy is in consonance with the existing industry practices and aims at attracting and retaining high caliber talent. The policy is reviewed and reassessed by the Nomination & Remuneration Committee from time to time and the Board is responsible for approving and overseeing implementation of the same.

The salient features of the remuneration policy is available on the website of the Company at www.aanchalispac.com.

8. Remuneration Policy

The Nomination & Remuneration Policy of the Company, inter alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment of Directors on the Board of the Company and persons holding Senior Management positions in the Company, including their remuneration and other matters as provided under Section 178 of the Companies Act, 2013 and Listing Regulations. As required under the Listing Regulations effective 1st April, 2019, the Nomination and Remuneration Committee will recommend to the Board the payment of remuneration to the senior management.

9. Details of the Remuneration for the year ended March 31, 2025

a. **NON-EXECUTIVE DIRECTORS/EXECUTIVE DIRECTOR:** NIL

b. **MANAGING DIRECTOR AND EXECUTIVE DIRECTOR:** NIL

10. General Body Meetings**i. Location and time, where last three Annual General Meetings were held("AGM"):**

Financial Year	Date	Time	Venue	Special Resolution passed; if any
2022	30-09-2022	01.00 P.M.	The Meetings were held through two-way video conferencing	-
2023	28.09.2023	01.00 P.M.		-
2024	30.09.2023	01.00 P.M.		-

ii. Postal Ballot:

No Special Resolution was passed through Postal Ballot during the financial year 2024-25. Further, no Special Resolution is proposed to be passed through Postal Ballot as on the date of this Report.

iii. CEO/CFO Certification

As required under Regulation 17 of the Listing Regulations, the CEO/CFO certificate for the financial year 2022-23 signed by Mr. Mukesh Goel, Managing Director & CEO and Mr. Mukesh Kumar Agarwal, CFO, was placed before the Board of Directors of the and is annexed to this Annual Report.

iv. Compliance Certificate on Corporate Governance

As required by Schedule V of the Listing Regulations, the Auditors Certificate on Corporate Governance is forming part of this report.

Rajesh Jalan & Associates, Chartered Accountants (Firm Registration No. 326370E) has been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, on a consolidated basis for FY 2025 is given below:

Particulars	Amount Rs.
Audit Fees	3,75,000
Other matters	-

11. Other Disclosures**Related Party Transactions**

There are no material-related party transactions during the year under review that have conflicts.

Vigil Mechanism and Whistle Blower Policy

The Company has this Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behaviour. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company.

Subsidiary Companies

The Company have no subsidiary Company during the year under review. Therefore the Company is not required to prepare Consolidated Financial Statement.

Policy on Determination of Materiality for Disclosures

The Company has adopted this policy.

Secretarial Compliance Report

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued Strategic Review Statutory Reports Financial Statements 133 thereunder. The said Secretarial Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries under Form MR – 3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year. The Company has engaged the services of Mrs. Manisha Saraf (CP No.8207), Practicing Company Secretary and Secretarial Auditor of the Company for providing this certification.

Reconciliation of Share Capital Audit Report

A qualified practicing Company Secretary carried out a share capital audit as required under Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and SEBI Circular No D&CC / FITTC/ Cir-16/2002 dated December 31, 2002 to reconcile the total admitted equity share capital with the National Securities Depository Limited (“NSDL”) and the Central Depository Services (India) Limited (“CDSL”) and the total issued and listed equity share capital. The audit report confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

Code of Conduct

The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct under Regulation 17 of the SEBI Listing Regulations applicable to them during the year ended March 31, 2025.

12. Means of Communication

The Company recognizes the importance of two-way communication with shareholders and of giving a proper reporting of results and progress and responds to questions/issues raised in a timely and consistent manner. Shareholders seeking information may contact the Company directly throughout the year. They also have an opportunity to ask questions in person at the Annual General Meeting.

- **Website:** Comprehensive information about the Company, and its business operations and investor's information can be viewed at the Company website www.aanchalispac.com.
- **Financial result:** The quarterly, half-yearly and annual results are regularly posted by the Company on its website. These are also submitted to the Stock Exchanges in accordance with the SEBI (LODR) Regulations, 2015 and also be published in one English daily newspaper and in one Bengali (regional language) newspaper within 48 hours of approval thereof.
- **Annual Report:** Annual Report containing inter alia audited Annual Accounts, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereof.
- **Corporate Filing:** Announcements, Quarterly Results, Shareholding Pattern, Corporate Governance Report etc. of the Company is regularly filed by the Company with BSE Limited and is also available on the website of the Company.

13. General shareholder information

i. Annual General Meeting for FY 2025

Date: September, 01, 2025

Time: 1.30 p.m.

Venue: The Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated 19th September, 2024 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting through video-conferencing/other audio-visual means ('VC/OAVM'), without the physical presence of the Members. In compliance with the provisions of the Act and MCA Circulars, the AGM of the Company is being held through VC/OAVM. The deemed venue of the AGM shall be Mouza-Chamarail, NH-666, Liluah, Howrah-71114.

ii. Financial Calendar

Year ending: March 31

AGM in: September

iii. Dividend Payment: No Dividend Declared

iv. Date of Book Closure /Record Date: As mentioned in the Notice of this AGM

v. Listing on Stock Exchanges:

BSE Limited

P. J. Towers, Dalal Street, Mumbai 400 001

Stock Codes / Symbol BSE: 538812

** Trading of the company's shares has been suspended with effect from April 30, 2025, due to procedural reasons, in connection with the restructuring process pursuant to the court-approved Resolution Plan. As of the date of this report, the application remains pending with the stock exchange.*

vi. **Corporate Identity Number (CIN) of the Company:** L27106WB1996PLC076866

14. Registrar to an issue and share transfer agents

The Company's share transfers are handled by Purva Share registry Pvt. Ltd., Registrar and Share Transfer Agents (RTA). The details are as follows:

Address	No. 9, Shiv Shakti Ind. Estate, Gr. Floor, J. R. Boricha Marg, Lower Parel, Mumbai-400 011
Contact No. & Contact Person	Tel: +91 22 2301 6761/8261 Fax: +91 22 2301 2517 Contact Person: Mr. Rajesh Shah
Website	www.purvashare.com
Email	busicomp@vsnl.com
SEBI Registration No.	INR000001112

15. Share Transfer System

The Company has appointed Purva Shareregistry Pvt. Ltd. (Registrar & Share Transfer Agent) to carry out share transfer for physical as well as electronic mode. The Company's shares are traded on stock exchanges in compulsory demat mode. Share transfers, which are received in physical form, are processed and the Share Certificates are returned within a period of 15 days from the date of receipt of request for transfer provided the documents being valid and complete in all respects. The dematerialised shares are transferred directly to the beneficiaries by the depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited.

16. Shareholding as on 31st March, 2025

No. of Shares Slab	No. of Shareholders	No. of Shareholders	No. of Shares Slab	No. of Shares
Shareholding	Number	% of Total Share holders	Number	% of Total Shares
Upto 5000	4141	65.91	5,00,093.00	2.40
5001 to 10000	663	10.55	55,99,270.00	2.69
10001 to 20000	511	8.13	80,66,550.00	3.88
20001 to 30000	217	3.45	56,81,760.00	2.72
30001 to 40000	114	1.81	40,81,910.00	1.96
40001 to 50000	122	1.94	57,39,770.00	2.75
50001 to 100000	283	4.50	2,04,67,080.00	9.81
100001 and above	232	3.69	15,38,80,230.00	73.79
Grand Total	6283	100.00	2,08,53,750.00	100.00

Categories of Shareholders

Sl No.	Description	No. of Shares	Percentage of Capital (%)
I.	Promoters & Promoters Group	65,98,642	31.64
II.	Public Shareholding	142,55,108	68.35
i.	<u>Non Institutions</u>		
a.	Bodies Corporate	901,003	4.31
b.	Individuals	115,91,823	55.58
c.	HUF	856,051	4.11
d.	LLP	23,138	0.11
ii.	<u>Institutional</u>		
d.	<u>Financial Institutions</u>	-	-
	Market Maker	-	-
f.	Non-Resident Individual	812,974	3.90
g.	Clearing Member	70,119	0.34
	TOTAL (I+II)	2,08,53,750	100.00

17. Dematerialization of shares

Break up of shares in physical and demat form as on 31st March, 2025 is as follows:

PARTICULARS	NO. OF SHARES	% OF TOTAL NO. OF SHARES
Physical Segment	2	0.00
Demat Segment	208,53,748	100.00
NSDL	1,00,51,309	48.20
CDSL	1,08,02,439	51.80

18. Details of Corporate Policies

Particulars	Website Details/Links
Terms and conditions of appointment of Independent Directors	http://www.aanchalispac.com/Terms%20&%20Conditions%20for%20Appointment%20of%20Independent%20Directors.pdf
Familiarisation Programme for Independent Directors	http://www.aanchalispac.com/Familiarization%20Programme%20of%20Independent%20Directors.pdf
Remuneration Policy of Directors, KMPs & Other Employees	http://www.aanchalispac.com/Remuneration%20Policy.pdf
Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information	http://www.aanchalispac.com/upload/Code%20of%20Practices%20and%20Procedures%20for%20Fair%20Disclosure%20of%20Unpublished%20Price%20Sensitive%20Information.pdf
Policy on Related Party Transactions	http://www.aanchalispac.com/Related%20Party%20Transaction%20Policy.pdf
Whistle Blower Policy	http://www.aanchalispac.com/Whistle%20Blower%20Policy.pdf

Code of Conduct for Directors and Senior Management	http://www.aanchalispac.com/Code%20of%20Conduct%20for%20Director%20and%20Senior%20Management.pdf
Performance Evaluation	http://www.aanchalispac.com/Performance%20Evaluation.pdf
Policy on Material Events or Information	http://www.aanchalispac.com/Policy%20on%20Material%20Events%20or%20Information.pdf
Prevention of Sexual Harassment (POSH)	http://www.aanchalispac.com/upload/Prevention%20on%20Sexual%20Harassment%20Policy.pdf
Risk Management Policy	http://www.aanchalispac.com/upload/Risk%20Management%20Policy.pdf
Policy on preservation of documents	http://www.aanchalispac.com/upload/Policy%20on%20preservation%20of%20documents.pdf
Policy on Insider Trading	http://www.aanchalispac.com/Policy%20on%20Insider%20Trading.pdf

19. Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity

There were no outstanding GDR's/ADR's/ Warrants or any convertible instruments as on 31st March, 2025.

20. Commodity price risk or foreign exchange risk and hedging activities

The Company is not engaged in hedging activities.

21. Plant locations

National Highway No.6 Mouza- Chamrail, Howah, Pin-711114, Website: www.aanchalispac.com
Tel: +91321 2246121
Email: info@aanchalispac.com

22. Address for Correspondence

For any queries relating to the shares of the Company, correspondence may be addressed to the following:

Mr. Puspendu Kayal Company Secretary & Compliance Officer Aanchal Ispat Limited National Highway No. 6, Mouza- Chamrail, Howrah, Pin-711114, West Bengal Email: cs@aanchalispac.com Tel: +91 033-2323-0052	M/s Purva Sharegistry (India) Pvt. Ltd. No.9, Shiv Shakti Ind. Estate, Gr. Floor, J.R Boricha Marg, Lower Parel, Mumbai, Pin-400 011, Maharashtra Email: busicomp@vsnl.com Tel: +91 22 2301 6761/ 8261 Fax: +91 22 2301 2517 Contact Person: Mr. Rajesh Shah
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**INDEPENDENT AUDITORS CERTIFICATE ON COMPLIANCE WITH
CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (LISTING
OBLIGATIONS REGULATION 2015 AND DISCLOSURE REQUIREMENTS)**

To,
The Members
Aanchal Ispat Limited,

We have examined the compliance of conditions of Corporate Governance by M/s. Aanchal Ispat Ltd ("the Company"), for the year ended 31st March, 2025, as stipulated in the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Hon'ble National Company Law Tribunal, Kolkata Bench, admitted the petition for initiation of Corporate Insolvency Resolution Process (CIRP) under section 7 of the Insolvency & Bankruptcy Code, 2016 ('the Code') against the Company vide its order dated 12th September, 2023 and appointed an Interim Resolution Professional ('IRP'), Mr. Sriram Mittal to manage the affairs of the Company in accordance with the provisions of the Code. The Committee of Creditors ('CoC') of the Company, in its meeting held on 11th October, 2023 replaced the IRP and appointed Mr. Santanu Brahma (IBBI Regn. No. IBBI/IPA-001/IP-P0I482/2018-19/12251) as the Resolution Professional ('RP') for the Company. In view of the CIRP, the management of affairs of the Company and power of the Board of Directors stood suspended and were vested with the RP. On 27th March, 2025 the Hon'ble NCLT, Kolkata bench approved the Resolution plan of Mr. Mukesh Goel, the Successful Resolution Applicant (SRA) and thereafter, the RP handover the management to the SRA w.e.f 28th March, 2025 and the SRA re-constituted the BOD as per order of the court on 10th April, 2025.

In view of the above, we have examined the compliance of conditions of Corporate Governance by Aanchal Ispat Limited ("the Company"), for the year ended on March 31, 2025, as stipulated in Regulation 17-27, clause (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').

Compliance of the conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the IND AS financial statements of the Company. We draw attention to the following:

- i. The company did not appoint a Company Secretary (CS) and Chief Financial Officer (CFO) during the period under CIRP resulting in non-compliance of Regulation 6(1) and 17 of SEBI (LODR). These appointments were made subsequently on 10th May, 2025 and 18th April, 2025 respectively. The Stock Exchange imposed penalties on the company for Non-compliance.
- ii. There were delays in filings of various Stock Exchange compliance under the SEBI (LODR) Regulation, 2015 for which penalties were imposed on the company.
- iii. There were delays in disclosure under Regulation 30 (CIRP disclosure), Regulation 29 (Board meeting intimation), and Regulation 44 (AGM voting results), attracting penalties from BSE Ltd. These penalties remain unpaid as on date.
- iv. Trading of company's shares has been suspended with effect from April 30, 2025 due to procedural reasons, in connection with the restructuring process pursuant to the court-approved Resolution Plan. As of the date of this report, the application remains pending with the stock exchange.

Subject to the above observations based on our examination of the relevant records and according to the information and explanations provided to us and the written representations provided to us by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V to the SEBI LODR for the year ended 31st March, 2025 having regard to the exemptions allowed under Regulation 15(2A) and 15(2B) of SEBI LODR to a company undergoing Corporate Insolvency Resolution Process (CIRP) under the Insolvency & Bankruptcy Code, 2016 (IBC).

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

For Rajesh Jalan & Associates

Chartered Accountants

Firm Registration No. 326370E

Sd/-

[Rajesh Jalan]

Partner

Membership No.065792

UDIN: 25065792BMJBRY6989

Place: Kolkata

Dated: 30/05/2025



CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
The Board of Directors,
AANCHAL ISPAT LIMITED
Mouza-Chamarail, National Highway 6, Liluah,
Howrah- 711114

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **AANCHAL ISPAT LIMITED** having **CIN: L27106WB1996PLC076866** and having registered office at Mouza-Chamarail, National Highway 6, Liluah, Howrah-711114 and (hereinafter referred to as “**the Company**”), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (‘SEBI’), Ministry of Corporate Affairs (‘MCA’) or any such other Statutory Authority.

However, the Hon’ble National Company Law Tribunal (NCLT), Kolkata Bench, vide its order dated September 12, 2023, admitted the Company under the Corporate Insolvency Resolution Process (CIRP), pursuant to which the existing Board of Directors was suspended, and the powers vested in them were transferred to the Resolution Professional (RP) for managing the affairs of the Company.

The RP managed the affairs of the Company until March 27, 2025. A new Board was duly constituted with effect from April 10, 2025, and thereafter took over the responsibility of managing the Company’s affairs.

The composition of the newly appointed Board is outlined below:

S No	Name of Director	DIN	Date of appointment in Company*
1	Manoj Goel	00554986	10/04/2025
2	Mukesh Goel	00555061	10/04/2025
3	Nilu Nigania	08203037	10/04/2025
4	Chetna	08981045	10/04/2025

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

Ensuring the eligibility of for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on 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 Manisha Saraf & Associates

Practising Company Secretary

Sd/-

Manisha Saraf

(Proprietor)

Membership No: F7607

Certificate of Practice No: 8207

FRN: S2019WB666200

Peer Review Certificate No.: 2044/2022

UDIN: F007607G000903183

Date: August 02, 2025

Place: Kolkata



CEO & CFO CERTIFICATION

To,
Aanchal Ispat Limited
 J.L No. 5, National Highway-6,
 Chamrail, Howrah-711114
 West Bengal

Sub: Compliance certificate pursuant to Regulation 17(8) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

In terms of Regulation 17(8) of Securities & Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations, 2015, We, Mr. Mukesh Goel, Managing Director and Mr. Mukesh Kumar Agarwal Chief Financial officer of the company hereby certify that:

A) We have reviewed the Financial Statements and the Cash Flow Statement for the financial year ended 31st March, 2025 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 existing Accounting Standards, applicable laws and regulations.

B) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the aforesaid period which 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 and that we have evaluated the effectiveness of the 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 control systems, if any, of which we are aware, and that we have taken the required steps to rectify these deficiencies.

D) We have indicated to the Auditors and the Audit Committee:

- (a) Significant changes in internal control over financial reporting during the year;
- (b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statement; and
- (c) that we have not come across any instances of significant fraud and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**On behalf of the Board of Directors of
 Aanchal Ispat Limited**

Sd/-

Mr. Mukesh Kumar Agarwal
 (CFO)

Sd/-

Mukesh Goel
 (Managing Director)
 DIN:00555061

Place: Howrah
Date: 30.05.2025

CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

Declaration of compliance of the Code of Conduct in terms of the Regulation 26(3) read with Schedule V (D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per 'affirmation of compliance' letters received from the Directors and the members of senior managerial personnel of the Company, I hereby declare that members of board of directors and senior management personnel have affirmed compliance with the code of conduct of the Company for the Financial Year 2024-2025.

Further the company had not made any allotment of shares to any Directors or any of the key managerial personnel during the year.

**On behalf of the Board of Directors of
Anchal Ispat Limited**

**Place: Howrah
Date: 30.05.2025**

**Sd/-
Mukesh Goel
(Managing Director)
DIN:00555061**



INDEPENDENT AUDITOR'S REPORT

To the Members of

AANCHAL ISPAT LIMITED

Report on the Audit of the Standalone Financial Statements

We have audited the accompanying Ind AS financial statements of AANCHAL ISPAT LIMITED ("the Company" or "the Corporate Debtor"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and Notes to the Ind AS Financial Statements, including a summary of Significant Accounting Policies and other explanatory information (hereinafter referred to as "Ind AS financial statements").

Opinion

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 Company 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, 2025; and of the loss, its cash flows for the year ended on that date.

M/S. ALDOUS COMMODITIES PRIVATE LIMITED, being an operational creditor of M/S AANCHAL ISPAT LIMITED ("Corporate Debtor"), had filed an application (company petition no. CP(IB) No. 1518/(KB) /2020) under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("IBC") read with Rule 4 of the Insolvency and Bankruptcy (Application to Adjudicating Authority) Rules, 2016 before the Hon'ble National Company Law Tribunal ("NCLT"), Special Bench (COURT-II), Kolkata seeking initiation of the Corporate Insolvency Resolution Process ("CIRP") of the Corporate Debtor. The said application was admitted by the Hon'ble NCLT Special Bench (COURT-II), Kolkata vide its order dated 12.09.2023 (certified copy received on 13th September, 2023, and Mr. Sriram Mittal, Insolvency Professional (IBBI Registration No.: IBBI/IPA-001/IP- P02276/2021-2022/13677 was appointed as the Interim Resolution Professional ("IRP") to carry out the CIRP. Subsequently, vide order dated 17.11.2023, CA Santanu Brahma has been appointed as the Resolution Professional ("RP") upon application filed for replacing the erstwhile "IRP", Mr. Sriram Mittal.

During the CIRP, the Resolution Professional received a resolution plan from MR. MUKESH GOEL, which was duly approved by the Committee of Creditors (CoC) with the required majority. The said resolution plan was filed before the Hon'ble NCLT, Special Bench (COURT-II), Kolkata through Interlocutory Application No. IA (IBC) (PLAN) No. 9/ (KB) /2024, and was approved vide order dated 27.03.2025. As per the approved Resolution Plan, the management and control of the Company were handed over to the Resolution Applicant with effect from 28th March 2025, in accordance with the Implementation Schedule specified in the Resolution Plan. Subsequently, a Monitoring Committee was constituted on 23rd April 2025, and the Resolution Professional demitted office upon implementation of the Resolution Plan.

As per the Resolution Plan all the past claims against the Company have been settled and finalized vide the approval of the Resolution Plan, in terms of the law laid in Ghanashyam Mishra and Sons Private Limited v. Edelweiss Asset Reconstruction Company Limited & Ors (SC). Thus, all past claims that do not form part of the Resolution Plan stands extinguished.

Basis for opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Companies Act, 2013 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 audit opinion on the Ind AS financial statements.

Emphasis of Matter

- a) As per Ind AS-1 "Presentation of Financial Statements", the financial statements have been prepared on a going concern basis. The Company had substantial accumulated losses in past years and based on financial ratios, asset realization expectations, and other accompanying information, material uncertainty existed over its ability to continue as a going concern. However, during the year, the resolution plan submitted by the Successful Resolution Applicant was approved by the Hon'ble NCLT, Kolkata Bench on 27th March 2025. The plan provides for substantial waiver of liabilities and revival of operations, and accordingly, the financial statements are prepared on a going concern basis. We further state that our reporting is based on the facts up to the date of this report, and we do not guarantee or assure the discharge of all liabilities falling due within one year from the balance sheet date.
- b) We draw attention to Note 39 of the financial statements, the Company did not have a Company Secretary and Chief Financial Officer during the financial year under review. However, the appointments for both positions have been made in April 2025 after formation of new Board of directors. The absence of such Key Managerial Personnel during the period may have impacted regulatory compliance and internal controls.
- c) We draw attention to Note 37 of the financial statements, which describes that the Company's net worth, though positive, has exhibited a continuous declining trend over the past five financial years due to recurring losses and/or low profitability. The management has prepared a revival plan under the NCLT-approved resolution plan dated 27 March 2025, and believes that the financial performance is expected to improve.
- d) We draw attention to Note 37 of the Statement, which describes that the Hon'ble National Company Law Tribunal (NCLT) has approved the resolution plan for the Company under the Insolvency and Bankruptcy Code, 2016, vide its order dated March 27, 2025. The implementation of the resolution plan is in progress, and its impact on the financial statements is dependent on various factors including approvals from regulatory authorities and successful execution of the plan. Further as a part of the CIRP proceedings under the Insolvency and Bankruptcy Code, 2016, registered valuers determined the fair value and liquidation value of the company's assets as ₹3,282.45 lakhs and ₹2,435.88 lakhs, respectively. These valuations were for the purpose of insolvency resolution and have not been accounted for in the books.
- e) We draw attention to Note 38 of the financial statements, which explains that ₹3 crore was received from the Resolution Applicant during the CIRP period as Performance Security in accordance with the terms of the resolution process. As of the reporting date, the amount has been disclosed as a liability pending adjustment under the NCLT-approved resolution plan.

- f) We draw attention to Note 41 of the accompanying financial statements, wherein the Company has written off ₹5528.40 lakhs towards non-recoverable trade receivables, loans, and advances and re-value the various inventories due to obsolescence/damage/non-usability of inventories during the year, based on management's assessment of their recoverability and as part of the resolution process. These balances had been subject to audit qualification in earlier years. The write-off has now been accounted for in the current year's financial statements and disclosed as part of exceptional items except inventories which is recognized through Profit & Loss A/c.
- g) We draw attention to Note No.40 of the accompanying statement which describes transaction of purchase and sales undertaken by the Company with Maina International Limited, a related party under common control. As stated in the said note, these transactions were conducted at prices stated to be at Arm's length.
- h) We draw attention to Note 42 of the financial statements, which describes the basis on which the Company has not recognized any Expected Credit Loss (ECL) on trade receivables, as the bad debts have already been written off and the remaining receivables are considered fully recoverable.
- i) We draw attention to Note 42 of the financial statements, which explains the reclassification and re-measurement of a quoted investment from amortised cost to fair value in accordance with Ind AS 109. This change has been made to reflect the appropriate classification of the investment based on its characteristics and business model.
- j) We draw attention to the fact that the Company has not carried out impairment testing of its Property, Plant and Equipment (PPE) in accordance with the requirements of Ind AS 36 – Impairment of Assets, despite indicators of impairment being present. The Company has incurred significant losses in the past, has faced continued financial stress, and was under Corporate Insolvency Resolution Process (CIRP) during the year.
- k) We draw attention to the fact that the company has deducted TDS on provision of balance CIRP cost of Rs.71.95 lakhs booked under the NCLT-approved resolution plan.
- l) There were delays in disclosures under Regulation 30 (CIRP disclosure), Regulation 29 (Board Meeting intimation), and Regulation 44 (AGM voting results), attracting penalties from BSE Ltd. These penalties remain unpaid as on date.

Our conclusion is not modified in respect of above matters.

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 matter described below to be the key audit matter to be communicated in our report.

Revenue recognition

<u>The key audit matter</u>	<u>How the matter was addressed in our audit</u>
Taxation and Legal matters- Refer Note No. 37 and 38. There is a high level of judgment required in estimating the level of provisioning required.	We used our expertise to gain an understanding of the current status of the cases and monitored changes in the disputes by reading relevant documents received by the Company, to establish that the provisions had been appropriately adjusted to reflect the latest external developments. For legal, regulatory and tax matters, our procedures included the following testing key controls surrounding litigation, regulatory and tax procedures; performing substantive procedures on the underlying calculations supporting the provisions recorded; where relevant, reading external legal opinions obtained by the management discussing open matters with the Companies litigation, regulatory and tax teams; assessing management's conclusions through understanding precedents set in similar cases; and Based on the explanations given and evidence obtained, the resolution plan was filed on 12.09.2023 before the Adjudicating Authority Hon'ble NCLT Kolkata, which has approved the Resolution Plan vide its order dated 27.03.2025. The order of the NCLT was duly communicated to the Income Tax Department and made available on the website of the company for attention of all the stakeholders / creditors of the Company. Thus, all the claims against the company shall be dealt with and settled as per the terms contained in the NCLT approved resolution plan.

Related party transactions

The key audit matter	How the matter was addressed in our audit
We identified the accuracy and completeness of disclosure of related party transactions as set out in respective notes to the standalone Ind AS financial statements as a key audit matter due to: The significance of transactions with related parties during the year ended March 31, 2025. Refer Note 29 to the Standalone Ind AS Financial Statements.	Our procedures in relation to the disclosure of related party transactions included: Obtaining an understanding of the Company's policies and procedures in respect of the capturing of related party transactions and how management ensures all transactions and balances with related parties have been disclosed in the standalone Ind AS financial statements. Obtaining an understanding of the Company's policies and procedures in respect of evaluating arms-length pricing and approval process by the audit committee and the board of directors. Agreeing the amounts disclosed to underlying documentation and reading relevant agreements, evaluation of arms –length, on a sample basis, as part of our evaluation of the disclosure.

Information other than the financial statements and auditors' report thereon

The Company's Management is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Ind AS financial statements and our auditor's report thereon.

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

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

We have not reviewed the other information and accordingly, we are not able to report in this regard.

Management's Responsibility and Those charged with Governance for the Financial Statement

The Management is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of the Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued there under. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Management is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the IND AS financial statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the IND AS financial statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the IND AS financial statement, including the disclosures, and whether the IND AS financial statement represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements of the current period and are therefore the key audit matters.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the IND AS financial statement 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 the other Legal and regulatory Requirements

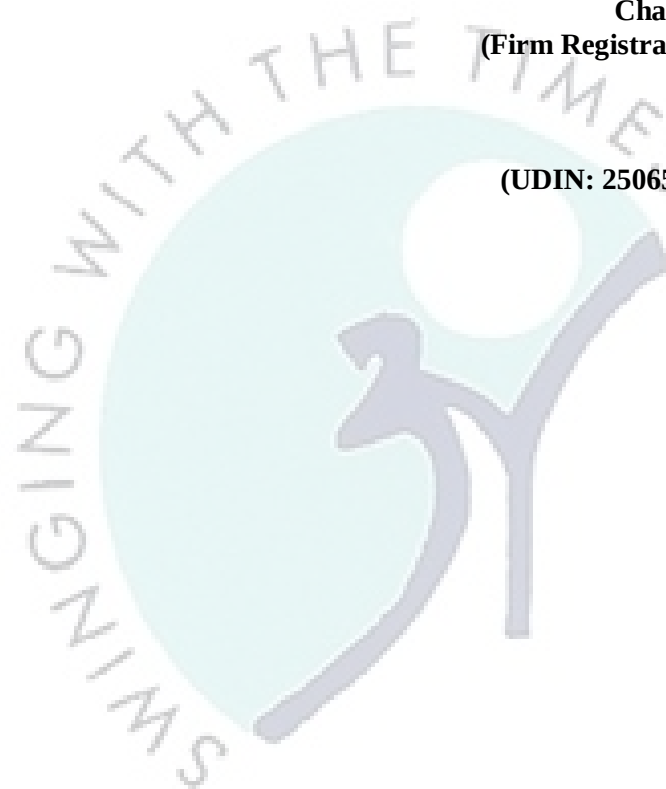
1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013 and except for the effects, if any, of the matters described in the basis for opinion paragraph. We give in the Annexure A on the matters specified in paragraph 3 and 4 of the order.
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books except for the possible effects of the matters described in basis of opinion section above and the matters stated in the paragraph (j)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - c. The Balance Sheet and the Statement of Profit and Loss, and the cash flow statement dealt with by this Report are in agreement with the books of account.
 - d. Except for the possible effects of the matters described in basis of opinion section above, in our opinion, the aforesaid financial statements comply with the Ind AS Specified under Section 133 of the Act.
 - e. On the basis of written representations received from the directors as on 31 March, 2025, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2025, from being appointed as a director in terms of Section 164(2) of the Act. However, the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, vide its order dated September 12, 2023, admitted the Company under the Corporate Insolvency Resolution Process (CIRP), pursuant to which the existing Board of Directors was suspended, and the powers vested in them were transferred to the Resolution Professional (RP) for managing the affairs of the Company. The RP managed the affairs of the Company until March 27, 2025. A new Board was duly constituted with effect from April 10, 2025, and thereafter took over the responsibility of managing the Company's affairs.

- f. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) of the Act and paragraph (j)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- g. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and according to the information and explanations given to us, no remuneration has been paid by the Company to its directors during the year. Accordingly, the provisions of Section 197 of the Companies Act, 2013 are not applicable.
- i. The matters described in the basis for opinion section above and material uncertainty related to going concern section above, in our opinion, may have an adverse effect on the functioning of the company.
- j. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our Information and according to the explanations given to us:
 - i. As The Resolution plan is approved by the Hon'ble NCLT Kolkata Bench on 27.03.2025, The Company does not have any pending litigation which would impact on its financial position in its standalone financial statement.;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There is no amount required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv.
 - a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from the borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manners whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause one (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. No dividend is declared or paid during the year.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31 March 2025.

Place: Kolkata
Date: 30/05/2025

For Rajesh Jalan & Associates
Chartered Accountants
(Firm Registration No. : 326370E)
Sd/-
(Rajesh Jalan)
Partner
(UDIN: 25065792BMJBRF1807)



The **Annexure A** referred to in paragraph 1 of the Our Report of even date to the members of **M/s AANCHAL ISPAT LIMITED** on the accounts of the company for the year ended 31st March, 2025.

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

1. (a) (i) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment's and relevant details of right of use assets.

(ii) The Company is not having any intangible assets. Therefore, the provision of Clause is not Applicable to the company.

(b) According to the information and explanations given to us and based on the records examined, the Company has a programme for the physical verification of Property, Plant and Equipment, which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. As informed to us, the said physical verification was conducted by the management during the year, and no material discrepancies were reported. We have not physically verified the assets ourselves nor visited any of the locations.

(c) Based upon the audit procedure performed and according to the records of the company, the title deeds of all the immovable properties (other than properties where the company is the lessee, and the lease agreements are duly executed in favor of the lessee) are held in the old name of the company. (Title Deed is in the Name of Vinita Projects (P) Ltd which is the old name of Aanchal Ispat Ltd. CIN No-U27106WB1996PLC076866)

(d) According to the information and explanations given to us and based on the audit procedures conducted by us, the company has not revalued its Property, Plant and Equipment during the year.

(e) According to the information and explanation given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
2. (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for inventories held with third parties. In our opinion, the coverage and procedure of such verification is appropriate considering the nature of the company's operations. No material discrepancies (i.e., 10% or more in aggregate for each class of inventory) were noticed on such verification. For inventories lying with third parties, the Company has obtained substantial confirmations from those parties.

We further report that, during the year, the Company has written off inventory amounting to ₹442.05 lakhs pursuant to the resolution plan approved by the Hon'ble National Company Law Tribunal (NCLT) under the Insolvency and Bankruptcy Code, 2016. The write-off has been made in accordance with the terms of the approved resolution plan and has been properly accounted for in the books of account.

As informed by the management, a stock audit was conducted on May 27–28, 2025, by an independent auditor appointed by the new management. The report yet to be finalized, however draft report indicates that post-resolution inventory records as of that date are generally consistent with the books of account after written of the inventory. However, this subsequent development does not affect the accounting treatment already applied as of 31 March 2025.

(b) The Company had been sanctioned working capital limits aggregating to ₹82.69 crores from a bank, secured by current assets. However, pursuant to the resolution plan approved by the Hon'ble National Company Law Tribunal (NCLT) under the Insolvency and Bankruptcy Code, 2016, the sanctioned facility was modified and the liability towards the bank was reduced to ₹47.25 crores.

Based on the information and explanations provided to us, the Company is no longer required to submit quarterly returns or statements to the bank post-implementation of the resolution plan.

In view of the above, we are unable to comment on the agreement of quarterly returns/statements with the books of account.

3. The company has not made investments in companies, firms, Limited Liability Partnerships and not granted unsecured loans to other parties, during the year, in respect of which:
 - (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
 - (b) The company has not made any investments and hence reporting under clause 3(iii)(b) of the Order is not applicable.
 - (c) The Company has not provided any loans or advances in the nature of loans hence reporting with respect to repayment of principal and regular payment of interest is not applicable.
 - (d) The Company has not provided any loans or advances in the nature of loans hence reporting with respect to overdue amounts and steps taken by the company for the recovery is not applicable.
 - (e) There were no loan granted by the Company which has fallen due during the year and has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.
 - (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii) (f) is not applicable.
4. The company has complied with the provisions of Section 185 and 186 of the companies Act 2013 in respect of loans granted, investments made and guarantees and securities provided as applicable.
5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government under Section 148(1) of the Companies Act, 2013, and are of the opinion that prima facie, the prescribed cost records have been made and maintained. However, we have not carried out a detailed examination of such cost records with a view to determine whether they are accurate or complete.
As informed to us, the cost audit for the year is under progress, and the Cost Audit Report has not been made available to us as on the date of this report.
7. a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, income tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues, as applicable, and no statutory dues which have remained

outstanding as at the last day of the financial year concerned for a period of more than six months from the date they became payable with the appropriate authorities.

- b) According to the information and explanations given to us and the records examined by us, during the year, the Company was under the Corporate Insolvency Resolution Process (CIRP) and the resolution plan was approved by the Hon'ble National Company Law Tribunal (NCLT) under the Insolvency and Bankruptcy Code, 2016. Pursuant to the terms of the approved resolution plan, all the disputed statutory dues have been extinguished, and accordingly, there are no longer disputed statutory dues by the Company as on the balance sheet date.
8. As explained and informed us there was no transactions unrecorded income that have been surrendered or disclosed as income during the year in the tax assessment under the income Tax Act, 1961 (43 of 1961).
9. a) According to the information and explanations given to us and based on our examination of the records, the company had defaulted in repayment of loans and interest to banks and financial institutions in the past. The total outstanding liability prior to the resolution process was ₹84.11 crores. However, such defaults have been settled pursuant to a resolution plan approved by the Hon'ble National Company Law Tribunal (NCLT) under the Insolvency and Bankruptcy Code, 2016, pursuant to which the liability was settled at ₹47.25 crores. As on the balance sheet date, the company is in compliance with the revised terms of repayment as specified in the approved resolution plan.
- b) According to the information and explanations given to us, including management representations, and based on our audit procedures, nothing has come to our attention that causes us to believe that the Company has been declared a willful defaulter by any bank, financial institution or any other lender during the year. However, we have not received independent confirmation from banks or financial institutions in this regard.
- c) In our opinion and according to the information and explanation given to us, no term loans were taken/ raised by the company.
- d) In our opinion and according to the information and explanation given to us, funds raised by the company on short term basis have not been utilized for long term purpose.
- e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, the Company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiaries.
- f) According to the information and explanations given to us, the company has not raised any loans during the year on the pledge of securities held in the subsidiaries.
10. a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year, Hence, reporting under clause 3(x)(a) of the order is not applicable.
- b) The company has not made any preferential allotment of share or fully or partial convertible debentures during the year. Hence, reporting under clause 3(x)(b) of the order is not applicable
11. a) No fraud by the company and no material fraud on the company has been noticed or reported during the year.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in form ADT-4 as prescribed under rule 13 of the Companies Rules 2014 with the central government, during the year and up to the date of this report.

- c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.
12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
13. In our opinion, and according to the information and explanation given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. a) In our opinion and according to the information and explanations given to us, the Company is required to have an internal audit system under Section 138 of the Companies Act, 2013. The Company has represented to us that such an internal audit system exists and is commensurate with the size and nature of its business.
- b) As informed to us, the Company has an internal audit system, and internal audit was conducted during the year. As per the internal audit report received, the internal auditors have given emphasis on introducing systems and procedures to enable the company to carry on operations in a smooth and effective way with better internal control systems.
15. According to the information and explanations given to us, the Company has entered into non-cash transactions with a sister concern by way of book adjustments, which involve persons connected with the directors of the Company. Based on the audit procedures performed and the review of relevant documents, such transactions appear to be in compliance with the provisions of Section 192 of the Companies Act, 2013.
16. a) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause a), b) c) of the Order are not applicable to the Company and hence not commented upon.
- b) As informed to us there is no core Investment Company within the group, hence provisions of the clause not applicable.
17. The company have incurred cash loss during the year and also in immediately preceding financial year.
18. There have been no resignations of the statutory auditors of the company during the year.
19. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, we draw attention to the Ind As financial statement which indicate that company had not been able to make the repayment of borrowing availed from the bank and account has become NPA in the past financial years. However, during the financial year, Hon'ble NCLT approve the Resolution Plan submitted by Resolution Applicant for settlement of various liabilities including Bank liabilities and revival the company. Therefore, material uncertainty does not exist as on the date of audit report. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all remaining liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

20. The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable.
21. The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Rajesh Jalan & Associates
Chartered Accountants
(Firm Registration No. : 326370E)

Place : Kolkata
Date : 30/05/2025

Sd/-
(Rajesh
Jalan)
Partner
(UDIN: 25065792BMJBRF1807)



“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of M/s AANCHAL ISPAT LIMITED

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

We have audited the internal financial controls over financial reporting of AANCHAL ISPAT LIMITED (“the Company”) as of March 31, 2025 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India”. 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.

Auditors’ Responsibility

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

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

Because of the matters described in our main paragraphs and notes to the accounts, the Company needs to further strengthen its internal financial controls system over financial reporting of the Company

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that

transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Basis for Opinion

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

Other matters

We bring to the attention of the users that the audit of the internal financial control system over financial reporting and the operating effectiveness of such internal financial controls over financial reporting has been performed remotely in the conditions more fully explained in the Emphasis of Matter Paragraph of our Independent Audit Report on the audit of the Financial Statements.

Our opinion on the internal financial control system over financial reporting is not modified in respect of the above.

For Rajesh Jalan & Associates
Chartered Accountants
(Firm Registration No. : 326370E)

Place : Kolkata
Date : 30/05/2025

Sd/-
(Rajesh
Jalan)
Partner
(UDIN: 25065792BMJBRF1807)

BALANCE SHEET AS AT MARCH 31ST, 2025

(₹ in Lakhs)

Particulars	Note No.	As at March 31st, 2025	As at March 31st, 2024
A. ASSETS			
1. Non-current assets			
(a) Property, Plant and Equipment	2	2,391.31	2,455.62
(b) Capital Work in Progress	2(c)	47.82	47.82
(c) Financial Assets			
(i) Investments	3	15.88	12.03
(ii) Other Financial Assets	4	0.50	0.50
(d) Deferred Tax Assets (Net)		1,399.00	949.44
Total Non-current assets		3,854.52	3,465.41
2. Current assets			
(a) Inventories	5	962.29	1,177.83
(b) Financial Assets			
(i) Trade receivables	6	562.30	5,649.32
(ii) Cash and cash equivalents	7	3.65	0.71
(iii) Bank Balances other than (ii) above	8	339.83	612.28
(iv) Others	9	-	65.74
(c) Current Tax Assets (Net)	10	13.32	-
(d) Other current assets	11	148.49	727.84
Total Current assets		2,029.87	8,233.72
TOTAL ASSETS		5,884.39	11,699.14
B. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share capital	12	2,085.38	2,085.38
(b) Other Equity	13	(1,740.26)	(402.91)
Total Equity		345.12	1,682.47
LIABILITIES			
1. Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Other Financial Liabilities	14	3,300.00	-
(b) Provisions	15	33.08	26.27
Total Non-current liabilities		3,333.08	26.27
2. Current liabilities			
Short-term borrowings			
(a) Financial Liabilities			
(i) Borrowings	16	-	8,411.00
(ii) Trade payables			
(a) Total outstanding dues of micro and small enterprises	17	6.94	-
(b) Total outstanding dues of other creditors	17	265.03	243.16
(iii) Other Financial Liabilities	18	1,424.93	-
(b) Other current liabilities	19	505.31	1,146.90
(c) Provisions	20	3.98	189.34
Total Current liabilities		2,206.19	9,990.40
TOTAL EQUITY AND LIABILITIES		5,884.39	11,699.14

Significant Accounting Policies and Notes to Accounts
The accompanying notes are an integral part of the financial statements.

1 to 44

FOR RAJESH JALAN & ASSOCIATES

Chartered Accountants

Firm Registration No: 326370E

Sd/-

[Rajesh Jalan]

Partner

ICAI Membership No. 065792

Kolkata, 30th May, 2025

(UDIN- 25065792BMJBRF1807)

AND ON BEHALF OF BOARD

Sd/-

Mukesh Goel

Managing Director

DIN: 00555061

Sd/-

Mukesh Agarwal

Chief Financial Officer

Sd/-

Manoj Goel

Director

DIN: 00554986

Sd/-

Puspendu Kayal
Company Secretary

Page | 81

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

(₹ in Lakhs)

PARTICULARS		NOTE NO.	FOR THE YEAR ENDED 31ST MARCH, 2025	FOR THE YEAR ENDED 31ST MARCH, 2024
	INCOME			
I	Revenue from operations	21	15,113.04	10,934.70
II	Other income	22	17.09	4.34
III	Total Income (I+II)		15,130.13	10,939.05
IV	EXPENSES			
	Cost of materials consumed	23	14,347.88	9,641.62
	Changes in inventories of finished goods and work in progress	24	173.80	307.40
	Employee benefits expense	25	233.84	247.24
	Finance costs	26	1.56	351.46
	Depreciation and amortization expense	2	64.31	62.99
	Other expenses	27	844.12	1,064.33
	Total expenses (IV)		15,665.51	11,675.04
V	Profit/(Loss) before exceptional items and tax (V) (III-IV)		(535.38)	(736.00)
VI	Exceptional items (VI)		1,255.38	18.22
	Liability Written off		(3,938.29)	-
	Irrecoverable dues written off		5,086.80	-
	CIRP Cost		106.87	18.22
VII	Profit/(Loss) before tax (VII) (V-VI)		(1,790.76)	(754.22)
VIII	Tax expense: (VIII)			
	Current tax/MAT		-	-
	Deferred tax		(450.53)	(129.40)
IX	Profit/(Loss) for the year (IX) (VII-VIII)		(1,340.23)	(624.82)
X	Other Comprehensive Income / (Expenses)(net of tax)			
	A. (i) Items that will not be reclassified to profit or loss			
	Remeasurements of the defined benefit plans		7.04	(0.65)
	(ii) Income tax relating to items that will not be reclassified to profit or loss		(1.77)	0.16
	B. (i) Items that will be reclassified to profit or loss			
	Effective portion of gains / (losses) on Fair Value of Investment		3.85	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		(0.97)	-
	Total-Other Comprehensive Income (net of tax) (X)		8.14	(0.48)
XI	Profit/Loss and Other Comprehensive Income (IX-X)		(1,332.09)	(625.30)
	Earnings per equity share			
	[Nominal Value per share: Rs. 10 (2023-24: Rs. 10)]			
	Basic - Rs.		(6.43)	(3.00)
	Diluted - Rs.		(6.43)	(3.00)

Significant Accounting Policies and Notes to Accounts

1 to 44

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

This is the Statement of Profit and Loss referred to in our report of even date.

FOR RAJESH JALAN & ASSOCIATES**AND ON BEHALF OF BOARD**

Chartered Accountants

Firm Registration No: 326370E

Sd/-

[Rajesh Jalan]

Partner

ICAI Membership No. 065792

Kolkata, 30th May, 2025

(UDIN- 25065792BMJBRF1807)

Sd/-

Mukesh Goel

Managing Director

DIN: 00555061

Sd/-

Mukesh Agarwal

Chief Financial Officer

Sd/-

Manoj Goel

Director

DIN: 00554986

Sd/-

Puspendu Kayal

Company Secretary

CASH FLOW STATEMENT AS ON 31ST MARCH, 2025

(₹ in Lakhs)

Particulars	As at March 31st, 2025	As at March 31st, 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax	(1,790.76)	(754.22)
Adjustment For:		
Depreciation and amortisation expenses	64.31	62.99
Interest Income	(16.74)	(0.82)
Finance Cost	1.56	351.46
Irrecoverable balance Written off	5,086.80	-
Excess Provision Written Off	(269.22)	-
Fair Value Gain: Assenting Financial Creditor	(3,669.07)	-
Operating Profit before working capital changes	(593.12)	(340.59)
Adjustment for increase/decrease in operating assets		
Inventory	215.54	436.69
Trade Receivables	0.22	(185.69)
Other Financial Assets	65.74	(30.68)
Other Non Current Assets	-	-
Other Current Assets	579.36	(135.03)
Adjustments for increase/decrease in operating liabilities		
Trade Payable	28.81	144.80
Other Non-Financial Liabilities	(372.37)	733.07
Short Term Provisions	(185.36)	0.76
Long Term Provisions	6.81	6.33
Cash Generated from operations:	(254.38)	629.67
Direct Taxes Paid	(13.32)	-
Net Cash Generated from Operating Activities (A)	(267.70)	629.67
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipments (Net)	-	(7.45)
Interest Received	16.74	0.82
Net Cash Used in Investing Activities (B)	16.74	(6.63)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Borrowings (Net)	(16.99)	321.65
Finance Cost	(1.56)	(351.46)
Net Cash Generated/used in Financing Activities (C)	(18.55)	(29.80)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(269.51)	593.24
Opening Cash & Cash Equivalens	612.99	19.75
Closing Cash & Cash Equivalents	343.48	612.99
* Comprises:		
(a) Cash in Hand	0.03	0.01
(b) Balance with banks		
(i) In Current Accounts	3.62	0.70
(ii) In Deposits Accounts	339.83	612.28
	343.48	612.99

* As defined in INDAS 7 Cash Flow Statements

Notes:

(i) The Cash Flow Statement refelects the combined cash flows pertaining to continuing and discounting operations.

(ii) Previous Year's figures have been recast/restated where necessary

See accompanying notes forming part of financial statements

FOR RAJESH JALAN & ASSOCIATES

Chartered Accountants

Firm Registration No: 326370E

Sd/-

[Rajesh Jalan]

Partner

ICAI Membership No. 065792

Kolkata, 30th May, 2025

(UDIN- 25065792BMJBRF1807)

AND ON BEHALF OF BOARD

Sd/-

Mukesh Goel

Managing Director

DIN: 00555061

Sd/-

Mukesh Agarwal

Chief Financial Officer

Sd/-

Manoj Goel

Director

DIN: 00554986

Sd/-

Puspendu Kayal
Company Secretary

(1) NOTES AND SIGNIFICANT ACCOUNTING POLICIES**(I) General Corporate Information**

M/s AANCHAL ISPAT LIMITED (the company) is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The shares of the company are listed on Bombay Stock Exchange. The company caters to domestic markets only. The company has been incorporated with the object of manufacturing of Mild Steel TMT Re-bars, Structural Re-bars, Round and other Sectional products.

The Company also engages in trading of Mild Steel Billets, Cement and Clinker and TMT and Structural Re-Bars.

(II) Statement of compliance

Standalone financial statements have been prepared in accordance with accounting principles generally accepted in India including Indian Accounting Standard (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirement of Division II of Schedule III of the Companies Act 2013, as applicable to standalone financial statement.

(III) Basis of preparation and presentation

These financial statements of the Company are prepared under the historical cost except for certain financial instruments that are measured at fair value at end of each reporting period. Historical cost is generally based on fair value of the consideration given 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised in to Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included in Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability

The Financial Statements is presented in INR and all values are rounded to the nearest lakhs (upto two decimal) except when otherwise stated.

(IV) Use of Estimates

The preparation of separate financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the separate financial statements and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future

periods are affected. Future results could defer due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known/materialize.

(V) Revenue Recognition

(i) Sale of goods

Revenue from the sale of goods is recognized when the goods are delivered and titles have been passed, at which time all the following conditions are satisfied:

- The Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- The Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the Company; and
- The costs incurred or to be incurred in respect of the transaction can be measured reliably.

(ii) Dividend and Interest income

Dividend income is recognized when the company's right to receive dividend is established. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the effective interest rate applicable.

(VI) Foreign currencies

Transactions in currencies other than entity's functional currency (foreign currency) are recorded at the rates of exchange prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies remaining unsettled at the end of the each reporting period are re-measured at the rates of exchange prevailing at that date.

(VII) Employee Benefits

i) Short-term benefits Short term employee benefits are recognized as an expense at the undiscounted amount in the statement of profit and loss of the year in which the related service is rendered.

ii) Defined contribution retirement benefits Payments to defined contribution retirement benefits are recognized as an expense when employees have rendered services entitling them to the contributions. Defined contribution plans are those plans where the Company pays fixed contributions to funds/schemes. Contributions are paid in return for services rendered by the employees during the year. The contributions are expensed as they are incurred in line with the treatment of wages and salaries. The liability as on the balance sheet is ascertained by an independent actuarial valuation.

iii) Defined benefit retirement benefits the cost of providing defined benefit retirement benefits are determined & recognized as per independent actuarial valuations report carried out at the end of each reporting period. The Company provides gratuity to its employees. All actuarial gains or losses are recognized in the statement of profit and loss in the period in which they occur.

(VIII) Taxation**i) Current tax**

Current tax is payable based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The current tax is calculated using tax rates in accordance with the provisions of the Income Tax Act, 1961.

ii) Deferred tax

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right to such set off. Deferred tax assets are reviewed at each Balance Sheet date for their reliability.

iii) Minimum alternate tax

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is recognised as an asset in the balance sheet. When there is convincing evidence that the Company will pay normal income tax during the specified period and it is probable that future economic benefit associated with it will flow to the Company.

iii) Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they are relating to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

(IX) Property, Plant and equipment

a) Buildings and Roads, Plant and Equipment, Furniture and Fixtures and Vehicles held for use in the production or supply of goods or services, or for administrative purposes are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes purchase cost of materials, including import duties and non-refundable taxes, any directly attributable costs of bringing an asset to the location and condition of its intended use and borrowing costs capitalised in accordance with the Company's accounting policy.

Depreciation is recognised so as to write off the cost of assets (other than properties under construction) less their residual values over the useful lives, using the straight-line method. Depreciation of assets commences when the assets are ready for their intended use. The estimated useful lives and residual values are reviewed at the end of each reporting period, with the effect of any changes is accounted as change in estimate on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is recognised in the statement of profit and loss.

The Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as of April 1, 2016 measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

(X) Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment (if any) losses. Amortisation is recognised over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses. Estimated useful lives of the intangible assets are as follows:

An intangible asset is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of intangible assets is recognised in the statement of profit and loss.

The Company has elected to continue with the carrying value of all of its intangible assets recognised as of April 1, 2015 measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

(XI) Impairment of assets

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased such reversal of impairment loss is recognised in the Statement of Profit and Loss.

(XII) Inventories

Raw materials, work-in-progress and finished products are valued at lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary and stores and Spares are valued at cost less write off for obsolescence. Cost includes purchase price, non refundable taxes and duties and other directly attributable costs incurred in bringing the goods to the point of sale. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty. Net realisable value is the price at which the inventories can be realised in the normal course of business after allowing for the cost of conversion from their existing state to a finished condition and for the cost of marketing, selling and distribution.

Stores and spares are valued at cost comprising of purchase price, non refundable taxes and duties and other directly attributable costs after providing for obsolescence and other losses, where considered necessary.

(XIII) Provisions, Contingent liabilities and Contingent assets**(i) Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses. Provisions are not discounted to their present value are measured at the management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

(ii) Contingent liabilities and assets

Contingent liability is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or is a present obligation that arises from past events but is not recognised because either it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or a reliable estimate of the amount of the obligation cannot be made. Contingent liabilities are disclosed and not recognised. In the normal course of business, contingent liabilities may arise from litigation and other claims against the company. There are certain obligations which management has concluded, based on all available facts and circumstances, are not probable of payment or are very difficult to quantify reliably, and such obligations are treated as contingent liabilities and disclosed in the notes but are not reflected as liabilities in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings in which the company is involved, it is not expected that such contingencies will have a material effect on its financial position or profitability.

(XIV) Foreign exchange gain and losses

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

(XV) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, Cash and cash equivalents includes cash on hand and short term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(XVI) Trade and other payables

These amounts represent liabilities for goods and services received by the Company prior to the end of reporting period which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost.

(XVII) Borrowing costs

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

(XVIII) Earnings per share

Basic earnings per share are computed by dividing the profit after tax before other comprehensive income by the weighted average number of equity shares outstanding during the financial year. Diluted earnings per share are computed by dividing the profit after tax by the weighted average number of equity and dilutive equity equivalent shares outstanding during the year.

XIX) Events Occurring After Balance Sheet Date

Assets and liabilities are adjusted for events occurring after balance sheet date that provide additional evidence to assist the estimation of amounts relating to condition existing at the balance sheet date.

XX) Net Profit or Loss for the Period, Prior Period Items, and Changes in Accounting Policies

Significant items of extraordinary items, and prior period incomes and expenditures, are accounted in accordance with Accounting Standard 5.

XXI) Accounting for Government Grants

1. Grants and subsidies from the government are recognized when there is reasonable assurance that the company will comply with the conditions attached to them and the grant / subsidy will be received.
2. When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grants relate to an asset, it is recognized as deferred income and released to income in equal amounts over the expected useful life of the released asset.
3. Where the company receives non-monetary grants, the asset is accounted for on the basis of its acquisition cost. If a non-monetary asset is given free of cost it is recognised at nominal value.

XXII) Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All the other investments are classified as long term investments.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for this diminution in value is made to recognize a decline other than temporary in the value of investment.

On disposal of an investments, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

Notes to financial statements for the year ended 31st March, 2025
Note No: 2
Property, Plant & Equipment

(` in Lakhs)

Particulars	Land	Plant & Machinery (20 Years)	Plant & Machinery (15 Years)	Factory Shed & Building	Furniture & Fixtures	Office Equipments	Computers & Peripherals	Motor Vehicle	Motor Cycle	Total Tangible Assets
Cost or Deemed Cost										
Balance at April 1, 2023	1,492.00	815.12	6.81	893.66	124.38	33.72	32.06	75.31	5.42	3,478.49
Additions	-	6.98	-	0.47	-	-	-	-	-	7.45
Revaluation	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at March 31, 2024	1,492.00	822.11	6.81	894.12	124.38	33.72	32.06	75.31	5.42	3,485.94
Additions	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at March 31, 2025	1,492.00	822.11	6.81	894.12	124.38	33.72	32.06	75.31	5.42	3,485.94
Accumulated Depreciation										
Balance at April 1, 2023	-	475.00	4.80	181.12	104.83	30.06	29.80	56.18	2.60	884.38
Depreciation expenses	-	37.14	0.54	13.67	2.83	1.37	0.51	6.44	0.50	62.99
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at March 31, 2024	-	512.14	5.33	194.79	107.66	31.43	30.31	62.62	3.10	947.37
Depreciation expenses	-	28.09	0.46	27.25	2.68	0.35	0.43	4.54	0.50	64.31
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at March 31, 2025	-	540.23	5.80	222.03	110.34	31.78	30.74	67.16	3.59	1,011.68
Carrying Amount										
Balance at April 1, 2023	1,492.00	340.13	2.02	643.23	19.55	3.66	2.27	19.13	2.82	2,524.80
Additions	-	6.98	-	0.47	-	-	-	-	-	7.45
Depreciation adjustment for revalued assets.Note-1	-	-	-	13.64	-	-	-	-	-	13.64
Disposals	-	-	-	-	-	-	-	-	-	-
Depreciation	-	37.14	0.54	13.67	2.83	1.37	0.51	6.44	0.50	62.99
Balance at March 31, 2024	1,492.00	309.97	1.48	616.39	16.71	2.29	1.75	12.69	2.32	2,455.62
Additions	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-
Depreciation	-	28.09	0.46	27.25	2.68	0.35	0.43	4.54	0.50	64.31
Balance at March 31, 2025	1,492.00	281.87	1.02	589.14	14.04	1.94	1.32	8.15	1.82	2,391.31

b. Title Deeds of all Immovable properties are in the name of the Companies.
c. Capital Work in Progress aging schedule :-

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress			0.33	47.49	47.82
Projects temporarily suspended	-	-	-	-	-

Notes to financial statements for the year ended 31st March, 2025**Note No. 3****Investments****(₹ in Lakhs)**

(Unsecured , Considered good unless state otherwise)	31st March, 2025	31st March, 2024
Investment in Equity Instruments (Quoted):-		
Investment in Equity Shares (KVB 3000 Shares)- FMV	6.27	2.43
(Cost of Investment -2.43 lakhs)		
Other (Unquoted)		
Investment in Gold Bond	6.37	6.37
Gold & Silver	3.24	3.24
	15.88	12.03

Note: Market Value of Quated Shares as on 31.03.2025 is Rs. 6.27 lakhs and 31.03.24 is Rs. 3.05 lakhs

Note No. 4**Other Financial Assets**

	31st March, 2025	31st March, 2024
Security Deposit	0.50	0.50
	0.50	0.50

Note No. 5**Inventories**

	31st March, 2025	31st March, 2024
(a) Raw Materials	22.63	17.39
(b) Finished Goods	458.97	541.50
(c) Stores and Spares	480.68	527.67
(d) Traded Goods	-	91.27
(At lower of cost and net realisable value)	962.29	1,177.83

Note No.6**Trade receivables**

	31st March, 2025	31st March, 2024
Secured , considered good		
Unsecured , considered good	562.30	5,649.32
Unsecured , considered doubtful		
	562.30	5,649.32
Allowance for doubtful debts	-	-
	562.30	5,649.32

Notes to financial statements for the year ended 31st March, 2025

(a) For trade Receivable outstanding, following areing schedule shall be given:-

Trade Receivables ageing schedule**FY 2024-25****(₹ in Lakhs)**

Particulars	Undisputed Trade Receivable	Disputed Trade Receivable
Considered Good		
Less than 6 months	209.34	-
6 months -1 year	239.04	-
1-2 Years	112.11	-
2-3 years	1.82	-
More than 3 years		-
A	562.30	-
Credit Impaired/High Risk		
Less than 6 months	-	-
6 months -1 year	-	-
1-2 Years	-	-
2-3 years	-	-
More than 3 years	-	-
B	-	-
Total (A+B)	562.30	-

FY 2023-2024

Particulars	Undisputed Trade Receivable	Disputed Trade Receivable
Considered Good		
Less than 6 months	785.85	-
6 months -1 year	178.70	-
1-2 Years	365.10	-
2-3 years	352.13	-
More than 3 years	-	-
A	1,681.78	-
Credit Impaired/High Risk		
Less than 6 months	-	-
6 months -1 year	-	-
1-2 Years	-	-
2-3 years	519.23	-
More than 3 years	3,448.31	-
B	3,967.54	-
Total (A+B)	5,649.32	-

Note No. 7**Cash and Cash Equivalents**

	31st March, 2025	31st March, 2024
Cash and Cash Equivalent		
Balance with Bank		
On Current Accounts	3.62	0.70
Cash In Hand	0.03	0.01
	3.65	0.71

Notes to financial statements for the year ended 31st March, 2025**Note No. 8****Other Bank balances****(₹ in Lakhs)**

	31st March, 2025	31st March, 2024
Balances with Banks		
On Short Term Deposit including interest accrued	339.83	612.28
(Term deposit including Accrued Interest with KVB Bank Burrabazar Branch against the performance security)		
	339.83	612.28

Note No. 9**Others**

	31st March, 2025	31st March, 2024
Other Financial Assets		
Unsecured, considered good :		
- Others	-	65.74
	-	65.74

Note No. 10**Current Tax Assets (Net)**

	31st March, 2025	31st March, 2024
TDS FY 24-25	13.32	-
	13.32	-

Note No. 11**Other Current Assets:**

	31st March, 2025	31st March, 2024
Other non financial assets		
(Unsecured, considered good unless stated otherwise)		
Advance other than Capital Advances		
Advances Against Goods & Services	49.40	265.45
Bank Interest Receivable	-	31.01
Prepaid Expenses	3.04	1.11
Other Receivable	96.04	96.04
Balances with Government Dept:		
Excise/VAT/CST/GST	-	234.35
Income Tax Appeal Fees	-	2.02
Advance Tax	-	15.45
TDS	-	61.66
TCS	-	12.45
Self assessment Tax	-	8.32
	148.49	727.84

Notes to financial statements for the year ended 31st March, 2025**Note No. 12****Share Capital****(₹ in Lakhs)**

	31st March, 2025	31st March, 2024
Authorised		
2,20,00,000 Equity shares of Rs.10 each	2200.00	2,200.00
	2200.00	2,200.00
Issued, Subscribed and Paid up		
2,08,53,750 Equity Shares of Rs. 10/- each fully paid up	2085.38	2,085.38
	2085.35	2,085.38

Statement of change in Equity

Reconciliation of the number of Equity Shares Outstanding	31st March, 2025	31st March, 2024
Balance at the beginning of the current reporting period	2,08,53,750	2,08,53,750
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance at the beginning of the current reporting period	-	-
Changes in equity share capital during the current year	-	-
Balance at the end of the current reporting period	2,08,53,750	2,08,53,750

Shares held by each shareholder holding more than 5 percent shares

Name of shareholders	No. of Shares	%	No. of Shares	%	%
Mukesh Goel	1994850	9.57%	1994850	9.57%	0.00%
Manoj Goel	1716900	8.23%	1716900	8.23%	0.00%
Maina Securities Pvt Ltd	2452719	11.76%	2546127	12.21%	-0.45%

Shareholding of Promoters

Shares held by promoters at the end of the year					% Change during the year
	31st March, 2025		31st March, 2024		
Promoter name	No. of Share	%of total shares	No. of Share	%of total shares	
Maina Securities Private Limited	2452719	11.76%	2546127	12.21%	-0.45%
Mukesh Goel	1994850	9.57%	1994850	9.57%	0.00%
Manoj Goel	1716900	8.23%	1716900	8.23%	0.00%
Aanchal Cement Limited	339420	1.63%	339420	1.63%	0.00%
Monika Goel	42000	0.20%	42000	0.20%	0.00%
Rashmi Goel	37753	0.18%	33000	0.16%	0.02%
Sitaram Goel	15000	0.07%	15000	0.07%	0.00%

Terms/rights attached to Equity Shares

- The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of one equity share is entitled to one vote per share.
- In the event of liquidation the equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts in proportion to their shareholding.
- No Equity shares have been reserved for issue under options and contracts/commitments for the sale of shares / disinvestment as at the Balance Sheet date.

Notes to financial statements for the year ended 31st March, 2025

Note No. 13**Other Equity**

(₹ in Lakhs)

Particulars	Reserves and Surplus				Equity Instruments through Other Comprehensive Income	Total
	Security Premium Reserve	Revaluation Reserve	General Reserve	Retained Earning		
Balance as at 31st March,2023	1,458.68	1,811.88	36.00	(3,071.01)	3.87	235.55
Dividend Paid	-	-	-	-	-	-
Adjustment in Reserve for depreciation on revalued asset	-	(13.64)	-	-	-	(13.64)
Other comprehensive income (Net of Tax)	-	-	-	-	-	-
Profit for the year	-	-	-	(624.82)	-	(624.82)
Balance as at 31 March,2024	1,458.68	1,798.24	36.00	(3,695.83)	3.87	(402.91)
Dividend Paid	-	-	-	-	-	-
Remeasurement of the net defined benefit liability/asset, net of tax effect	-	-	-	-	-	-
Adjustment in Reserve for depreciation on revalued asset	-	-	-	-	-	-
Transfer to retained Earning	-	(1,798.24)	(36.00)	1,838.11	(3.87)	
Other comprehensive income (Net of Tax)	-	-	-	-	2.88	2.88
Profit for the year	-	-	-	(1,340.23)	-	(1,340.23)
Balance as at 31 March, 2025	1,458.68	-	-	(3,197.94)	2.88	(1,740.26)

Retained Earnings: This Reserve represents the cumulative profits of the Company and effects of re-measurement of defined benefit obligations. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

Equity Instruments through Other Comprehensive Income: This Reserve represents the cumulative gains (net of losses) arising on revaluation of Equity Instruments measured at Fair Value through Other Comprehensive Income, net of amounts reclassified, if any, to Retained Earnings when those instruments are disposed of.

Notes to financial statements for the year ended 31st March, 2025

Note No. 14**Other Financial Liabilities**

(₹ in Lakhs)

	31st March, 2025	31st March, 2024
Financial Creditors		
Karur Vysya Bank -Deferred Liability (Present Value)	3,300.00	-
Exchange Gain on Settlement		-
	3,300.00	-

Note:

3. Liability of Financial Creditor is booked as per the Order of Hon'ble NCLT dated 27.03.2025. Hence, Long term & Short term loans transfer as other financial liabilities.

4. Deferred Payment Structure	Deferred Amount
In Second Year	700.00
In Third Year	700.00
In Fourth Year	1,900.00
	3,300.00

5. Deferred liability of Karur Vysya Bank is Interest Free repayable by FY 2028-29.

Note No. 15**Provisions**

	31st March, 2025	31st March, 2024
Employee Benefits (Gratuity)	33.08	26.27
	33.08	26.27

Note No. 16**Borrowings**

	31st March, 2025	31st March, 2024
Short term Borrowings:		
From Bank :-		
Secured		
Working Capital Loan from banks		
Cash Credit	-	1,466.39
Current Maturities of Long Term Borrowings		
- From Bank	-	6,944.60
	-	8,411.00

Note: Liability of Financial Creditor is booked as per the Order of Hon'ble NCLT dated 27.03.2025. Hence, Long term & Short term loans transfer as other financial liabilities.

Notes to financial statements for the year ended 31st March, 2025**Note No 17****Trade payables****(₹ in Lakhs)**

	31st March, 2025	31st March, 2024
a) Total outstanding dues of micro enterprises and small enterprises	6.94	-
b) Others		
i) Creditors for supply and service	265.03	243.16
	271.97	243.16

For Trade Payables due for Payment

Trade Payables ageing schedule**FY 2024-25**

Particulars	MSME	Others
Undisputed		
Less than 1 year	6.94	263.57
1-2 Years	-	0.13
2-3 years	-	1.33
More than 3 years	-	-
A	6.94	265.03
Disputed		
Less than 6 months	-	-
6 months -1 year	-	-
1-2 Years	-	-
2-3 years	-	-
More than 3 years	-	-
B	-	-
Total (A+B)	7	265.03

FY 2023-2024

Particulars	MSME	Others
Undisputed		
Less than 1 year	-	229.97
1-2 Years	-	0.89
2-3 years	-	4.90
More than 3 years	-	-
A	-	235.76
Disputed		
Less than 6 months	-	-
6 months -1 year	-	-
1-2 Years	-	-
2-3 years	-	-
More than 3 years	-	7.40
B	-	7.40
Total (A+B)	-	243.16

Notes to financial statements for the year ended 31st March, 2025**Note No. 18****Other Financial Liabilities**

(₹ in Lakhs)

	31st March, 2025	31st March, 2024
Financial Creditors		
Karur Vysya Bank	1,424.93	-
	1,424.93	-

Note: Payment due to financial creditor within one year as per Han'ble NCLT order dated 27.03.2025**Note No. 19****Other Current Liabilities**

	31st March, 2025	31st March, 2024
Statutory Liabilities	15.05	515.65
For Expenses	15.46	13.69
CIRP cost Payable	71.95	-
Govt dues Payable as per NCLT Order	85.00	-
Operational Creditors dues as per NCLT Order	15.00	-
Advance against Material	2.86	8.06
Other Advances	-	9.50
Performance Security	300.00	600.00
	505.31	1,146.90

Note No. 20**Provisions**

	31st March, 2025	31st March, 2024
Employee Benefits (Gratuity)	3.98	10.13
Provision for Tax:		
Income Tax	-	179.21
	3.98	189.34

Note No. 21**Revenue from operations**

	31st March, 2025	31st March, 2024
Sale of products	15,103.20	10,115.50
Sale of Services	9.84	819.20
	15,113.04	10,934.70

Note No. 22**Other income**

	31st March, 2025	31st March, 2024
Interest Income :		
- Bank & Gold Bond	16.74	0.82
Shortage	0.28	-
Discount Received	-	1.25
Cutting charges	-	0.11
Dividend Income	0.07	0.06
Rent Received	-	2.10
	17.09	4.34

Notes to financial statements for the year ended 31st March, 2025**Note No.23****Cost of Materials consumed****(₹ in Lakhs)**

	31st March, 2025	31st March, 2024
Opening Stock of Raw Materials & Consumables	545.06	674.36
Add: Purchase	14,306.14	9,512.32
Less : Closing Stock of Raw Materials	503.32	545.06
	14,347.88	9,641.62

Note No. 24**Changes in Inventories of Finished Goods & Work-in-Progress**

	31st March, 2025	31st March, 2024
Opening Stock		
Finished Goods	632.77	940.17
	632.77	940.17
Closing Stock		
Finished Goods	458.97	632.77
	458.97	632.77
	173.80	307.40

Note No. 25**Employee benefits expense**

	31st March, 2025	31st March, 2024
Salaries, Wages, Bonus and Allowances	219.68	218.18
Directors Remuneration & Sitting Fees	-	10.00
Contribution to Provident, Gratuity and other funds	9.25	10.39
Staff Welfare Expenses	4.26	1.57
Provision For Gratuity	0.66	7.10
	233.84	247.24

Note No. 26**Finance costs**

	31st March, 2025	31st March, 2024
Interest Expenses :-		
Banks	-	349.98
ILC Interest	-	-
Bank Charges and ancillary borrowing Cost	1.56	1.48
	1.56	351.46

Notes to financial statements for the year ended 31st March, 2025**Note No. 27****Other Expenses****(₹ in Lakhs)**

	31st March, 2025	31st March, 2024
Direct Expenses		
Carriage Inward	45.12	76.66
Consumption of Stores and Spares	73.92	84.02
Electricity charges	370.57	392.87
Labour Charges including loading & unloading charges	272.25	285.61
Rates & Taxes	5.32	22.87
Security Expenses	9.87	10.49
Volume Discount	-	88.71
Administrative Expenses		
Auditors Remuneration:		
Audit Fee & Tax Audit Fees	4.60	3.20
Advertisement Expense	0.98	1.11
Carriage-Out-Ward	6.40	1.55
Communication Cost	1.43	1.49
Computer Expenses	0.34	0.07
Dematerialisation Exp	0.75	0.75
Filing fees	1.86	0.80
General Expenses	7.84	9.05
Insurance	1.68	1.68
Listing Expenses & Custodian Fees	5.62	5.39
Legal & Professional Fees	3.95	21.12
Electrical Expenses	9.57	5.13
Evoting Services	-	0.26
Car Expenses	0.21	5.29
Other Expense	-	0.06
Printing & Stationery	0.05	0.21
Rates & Taxes	1.03	5.89
Commision & Brokerage	-	0.41
Court Fees	-	2.00
Professional Tax Company	0.03	0.03
Fee for Monitoring of Foreign Investment Limits.	0.10	0.10
Business Promotion	-	3.65
Rent including lease rent	10.71	10.09
Repair & Maintenance	9.69	3.22
Sundry Balance Written off	0.19	8.30
Subscription & Donation	-	0.12
Travelling & Conveyance	0.06	12.15
	844.12	1,064.33

Notes to the Financial Statements for the year ended 31st March, 2025**Note: 28 (i) Income tax recognised in profit or loss:****(₹ in Lakhs)**

	For the year ended (31.03.2025)	For the year ended (31.03.2024)
Current Tax		
- In respect of current year	NIL	NIL
- In respect of prior year	NIL	NIL
Deferred Tax in respect of current year	(450.53)	(129.40)
Total Income tax recognised in the current year	(450.53)	(129.40)

28 (ii) Income tax recognised in other comprehensive income:

Arising on income and expenses recognised in other comprehensive income

(₹ in Lakhs)

	For the year ended (31.03.2025)	For the year ended (31.03.2024)
1. Items that will not be reclassified to profit or loss		
Re-measurement of defined benefit obligations	7.04	(0.65)
Income tax recognised in other comprehensive Income	(1.77)	0.17
2. Items that will be reclassified to profit or loss		
Effective portion of gains / (losses) on Fair Value of Investment	3.85	3.85
Income tax recognised in other comprehensive Income	(0.97)	(0.97)
Comprehensive Income Net of Tax	5.27	(0.48)

Note 29: Related Party Disclosure**(₹ in Lakhs)**

Nature of Transaction	Related Party	Amount of Transaction	Balance as at 31st March, 2025 Dr. / (Cr.)
Remuneration to Key Managerial Personnel	Santanu Brahma (Resolution Professional)	25.74	NIL
Company in which KMP / Relatives of KMP can exercise significant influence			
Sales of Goods	Maina International Ltd.	11285.90	NIL
Purchases of Goods	Maina International Ltd.	10883.51	NIL
Performance Security	Mukesh Goel(Director of Suspended Board)	100.00	300.00
Advance	Penguin Creation (P) Ltd	-	96.04

Related Parties:

Description of relationship	Names of related parties
Ultimate Holding Company	Nil
Holding Company	Nil
Subsidiaries	Nil
Fellow Subsidiaries (to be given only if there are transactions)	Nil
Associates	Nil
Key Management Personnel (KMP)	Santanu Brahma (Resolution Professional) Manoj Goel, Director of Suspended Board Mukesh Goel, Managing Director of Suspended Board
Relatives of KMP	Maina Devi Goel Monika Goel Rashmi Goel Manoj Goel HUF Mukesh Goel HUF Sita Ram Goyal Sita Ram Goyal HUF
Company in which KMP / Relatives of KMP can exercise significant influence	Maina International Ltd. Maina Securities (P) Ltd. Penguin Creation Pvt Ltd Pratik Suppliers Pvt Ltd Rashi Boutique (P) Ltd Khush Suppliers (P) Ltd. Rashi Agro Snacks (P) Ltd.

Note: 30. Contingent Liability/commitment to the extent not provided for

(₹ in Lakhs)

	As at 31st March, 2024	As at 31st March 2023
(A) Contingent Liabilities		
(i) Unexpired Bank Guarantees	105.27	105.27

Note 31: Foreign Currency Transaction during the year:

	For the year ended 31 March, 2025	For the year ended 31 March, 2024
Expenditure in foreign currency	Nil	Nil
Earnings in foreign exchange	Nil	Nil

Note 32: Deferred Tax Assets/Liability

(₹ in Lakhs)

	As at 31.03.2025	As at 31.03.2024
	Timing Difference	Timing Difference
Deferred Tax Assets	1399.97	949.43
Less: Deferred Tax assets b/f	949.43	820.03
Add: Ind AS Adjustment	-	-
Deferred Tax Provision for the year	450.53	129.40
Deferred Tax Provision (Prior Period)	-	-

Note 33: Additional Information to the Financial Statements pursuant to Companies Act, 2013 requirements:**33.01 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

	As at 31.03.2025 (`in Lakhs)	As at 31.03.2024 (`in Lakhs)
a) Principal amount remaining unpaid to the suppliers as at the end of the accounting year	NIL	NIL
b) Interest due thereon remaining unpaid to suppliers as at the end of the accounting year	NIL	NIL
c) Interest paid in terms of Section 16 along with the amount of payments made to suppliers beyond the appointment day during the year	NIL	NIL
d) Interest due and payable for the period of delays in making payment (which have been paid beyond the appointment date during the year but without adding interest specified under the act)	NIL	NIL
e) The amount of interest accrued during the year for the year remaining unpaid at the end of the accounting year.	NIL	NIL

The information above has been compiled to the best of knowledge and as per the information available with the management to the extent to which parties would be identified as Micro, Small and Medium Enterprises and relied upon by the auditors.

Disclosures required under Section 22 the Micro, Small and Medium Enterprises Development Act, 2006:

The Company is in the process of identifying the suppliers, who would be covered under the Micro, Small and Medium Enterprises Development Act, 2006. In this process the Company has given notice to its vendor/suppliers to inform about whether any of them are registered under the said Act. The Company has not yet received any information about such registration from the vendors. Since no information received from their side, we have considered all the outstanding supplier as non MSME.

- 33.2 There are no amounts that are due to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions in Companies Act 2013, and accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 made there under.
- 33.3 Details of Benami Property held:-The company does not any Benami Property upto the end of financial year ended 31.03.2025 and no proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- 33.4 Company has not been traded or invested in Crypto currency or Virtual Currency during the financial year.
- 33.5 The company is having single reporting segment hence disclosure as require by the Ind-AS 108 is not applicable.
- 33.6 Disclosures of Loans or Advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under Companies Act 2013 is repayable on demand)

Type of borrower	Amount of loan or advance in the nature of loan outstanding		Percentage to the total loans and advances in the nature of loan	
	31.03.2025	31.03.2024	31.03.2025	31.03.2024
Promoters	NIL	NIL	NIL	NIL
Directors	NIL	NIL	NIL	NIL
KMP's	NIL	NIL	NIL	NIL
Related party	NIL	NIL	NIL	NIL
Total	NIL	NIL	NIL	NIL

33.7 The company has not been declared as a wilful defaulter by any bank of financial institution or other lender till the Financial Year 2024-2025.

33.8 As per the information available with the management, the company has not entered into any transactions with the companies who have been struck off under section 248 of the Companies Act 2013 or section 560 of the Companies Act, 1956.

33.9 No Undisclosed Income has been recorded in the Books of Account for Financial Year 2024-2025.

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

33.11 Analytical Ratios:-

	31st March, 2025	31st March, 2024	Difference in %
1. Current Ratio	0.92	0.82	11.63
(Current Assets/Current Liabilities)			
2. Debt – Equity Ratio	-	5.00	(100.00)
(Total Debt/Shareholder's Equity)			
3. Debt Service Coverage Ratio	-	(0.04)	(100.00)
(Earnings available for debt service/Debt Service)			
Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.			
Debt service = Interest & Lease Payments + Principal Repayments			
4. Return on Equity (ROE):	(1.32)	(0.31)	323.52
(Net Profits after taxes – Preference Dividend (if any)/Average Shareholder's Equity)			
5. Inventory Turnover Ratio	14.30	7.81	82.96
(Cost of goods sold OR sales/Average Inventory)			
Average inventory is (Opening + Closing balance / 2)			
6. Trade receivables turnover ratio	4.87	1.97	147.27
(Net Credit Sales/Average Accounts Receivable)			

Average trade debtors = (Opening + Closing balance / 2)			
7. Trade payables turnover ratio	55.54	55.71	(0.29)
(Net Credit Purchases/Average Trade Payables)			
Average trade payables = (Opening + Closing balance / 2)			
8. Net capital turnover ratio	(15.64)	7.95	(296.60)
(Net Sales/Average Working Capital)			
Working Capital = Current Assets- Current Liabilities			
9. EBITDA Margin (%)	-11.41%	-3.11%	267.31
(Earnings before Interest Tax & Depreciation/Net sales)			
10. Operating Margin (%)	-11.95%	-3.72%	221.03
(Earnings before interest and taxes less other income/Net Sales)			
11. Net profit ratio (%)	-8.87%	-5.71%	55.20
(Net Profit/Net Sales)			
12. Return on capital employed (ROCE)	(0.49)	(0.04)	1122.22
(Earnings before interest and taxes/Capital Employed)			
Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability			
13. Return on Investment (ROI)	(43.14)	(51.17)	(15.69)
(MV at End -MV at Begin/MV at Begin)			

Note:-

1. Major Changes in the various ratios are occurred due to various write off Trade Receivable, Loans & Advances , Provisions , Borrowings, and other creditors

Note 34: Reconciliation of total comprehensive income for the year ended March 31, 2025

	As at 31.03.2025 (` in lakhs)
Profit as per previous GAAP	(1340.23)
Re classification of actuarial gains/losses, arising in respect of employees post Employment benefit Schemes, to other Comprehensive Income (OCI)	7.04
Tax Effect	(1.77)
Effective portion of gains / (losses) on Fair Value of Investment	3.85
Tax Effect	(0.97)
Total comprehensive income under Ind AS	(1332.09)

Note 35: Default in Repayments of Term Loans:-

Since the Hon'ble NCLT-approved resolution plan (vide order dated 27 March 2025), including fund infusion, operational restructuring, and cost control measures. Repayment of Dues from Bank required to be paid in accordance with Resolution Plan. Hence it's considered to be not making any default in repayment.

Note 36: Registration of charges or satisfaction with registrar of companies

No charges or satisfaction yet to be registered with the Registrar of the Companies beyond the statutory period.

Note 37: Going Concern

An application was filed against M/s AANCHAL ISPAT LIMITED under Section 9 of the Insolvency and Bankruptcy Code, 2016 read with Rule 6 of the Insolvency and Bankruptcy (Application to Adjudicating Authority) Rules, 2016 before the Hon'ble NCLT Kolkata with a prayer to commence the Corporate Insolvency Resolution Process (CIRP). The said application for initiation of CIRP was admitted by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, vide its order dated 12.09.2023, wherein Mr. Sriram Mittal was appointed as Interim Resolution Professional (IRP) of the Company.

The Committee of Creditors subsequently appointed Mr. Santanu Brahma as Resolution Professional (RP) of the Company in place of Mr. Sriram Mittal, which was also approved by the Hon'ble NCLT, Kolkata vide order dated 17.11.2023. Pursuant to the CIRP, the powers of the Board were suspended and vested with the RP. The NCLT order also imposed a moratorium with effect from 12.09.2023 until the completion of the CIRP or approval of the resolution plan under section 31(1), or passing of a liquidation order under section 33, whichever is earlier.

The Resolution Plan was approved by the Hon'ble NCLT on 27.03.2025, and the CIRP proceedings against the Company have since been completed. As per the order of the Hon'ble NCLT, the Resolution Professional handed over the management of the Company to the Successful Resolution Applicant (SRA), Shri Mukesh Goel, on 05.04.2025 with effect from 28.03.2025. As per the approved plan, the following major restructuring steps are to be implemented: Reduction in paid-up share capital; Infusion of funds by the resolution applicant; Settlement and payment to financial creditors (banks); Settlement and payment to operational creditors; Reconstitution of the Board of Directors.

As of the date of approval of these financial statements the board of directors has been formed, the implementation of the other measures is in progress. The financial statements have been drawn up based on the resolution plan approved by the NCLT and reflect transactions and restructuring measures to the extent implemented as on the balance sheet date. The remaining aspects of the plan will be appropriately accounted for upon completion and legal effectiveness of such actions in subsequent periods.

The Company's net worth as at 31 March 2025 remains positive. However, over the past five financial years, the Company has experienced a continuous decline in net worth due to operational losses, rising input costs, and limited cash generation. The Board of Directors and Management acknowledge this financial trend and have undertaken strategic steps as part of the NCLT-approved resolution plan (vide order dated 27 March 2025), including fund infusion, operational restructuring, and cost control measures. The management believes that the implementation of the resolution plan will help improve the net worth position in future periods, and hence the financial statements have been prepared on a going concern basis.

Note 38:

Pursuant to the approval of the resolution plan by the Hon'ble NCLT, Kolkata Bench on 27 March 2025, under Section 31 of the IBC, the Company has recognized key financial impacts arising from the resolution plan.

Total claims have been settled at ₹5450.00 lakhs, this includes:

Karur Vysya Bank: Settled at ₹4725 lakhs

Operational Creditors (including Government Dues & Employees): Settled at ₹100 lakhs

CIRP Costs: ₹125 lakhs

Working Capital Funds: ₹500 lakhs

The plan includes capital reduction and reconstitution of existing share capital and issuance of fresh equity to the SRA. As legal formalities are pending, no accounting adjustment has been made as of 31 March 2025.

The plan is effective from 27 March 2025, with implementation steps including capital restructuring to be completed within 180 days.

As part of the CIRP process, the Company received ₹3.00 crore from Mr. Mukesh Goel, the successful Resolution Applicant, Such amount is separately held by the company in the form of Fixed deposit shown under "Bank Balance other than (ii) bank balance"

Upon approval of the resolution plan by the Hon'ble NCLT vide order dated 27 March 2025, this amount is to be adjusted against the implementation obligations under the approved resolution plan. As on 31 March 2025, the amount continues to be disclosed under "Other Financial Liabilities" pending formal allocation in line with the resolution plan execution.

Note 39:

During the period the position of whole time company secretary were vacant in the company and such vacancy was not yet filled by the company. Company is in the process of finding a Company Secretary & Compliance Officer of the company but due to ongoing CIRP process suitable candidates are not turning up and hence the process is getting delayed.

Note 40:

During the year, the Company has made 76.08 % of its purchases and 74.68% of its sales with its sister concern, Maina International Ltd., to ensure optimum utilization of production capacity at arm's length prices.

Note 41:

Exceptional items for the year include:

- a) The net gain of ₹ 3938.29 lakhs from liability settlement has been presented as an exceptional item in the Statement of Profit and Loss.
- b) Write-off of ₹ 5086.80 lakhs towards non-recoverable trade receivables, loan and advances.
- c) CIRP Cost Rs. 106.87 Lakhs

Note 42:

The Company has not recognised any Expected Credit Loss (ECL) on trade receivables under Ind AS 109 – Financial Instruments, as the management has assessed that:

Trade receivables outstanding as at the reporting date primarily comprise parties with a proven credit history and sound financial standing. All receivables considered doubtful or non-recoverable have already been fully written off during the year. The remaining receivables are considered to be recoverable in full and do not carry any significant credit risk.

Accordingly, based on the assessment carried out in accordance with the expected credit loss model prescribed under Ind AS 109, no provision for impairment is considered necessary as at the reporting date.

The Company's leasing arrangements consist solely of short-term leases (i.e., leases with a lease term of 12 months or less), primarily for equipment.

In accordance with the recognition exemption under paragraph 5 of Ind AS 116 – Leases, the Company has elected not to recognize right-of-use assets and lease liabilities for these short-term leases.

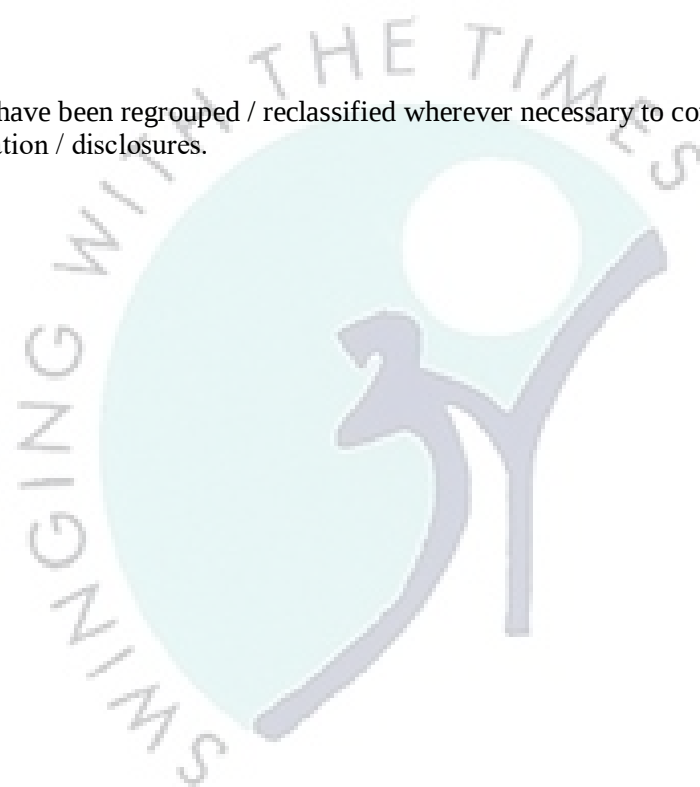
Lease payments associated with short-term leases are recognized as an expense on a straight-line basis over the lease term.

The total lease expense recognized in the Statement of Profit and Loss for the year ended 31st March 2025 is ₹ 10.71 lakhs.

During the quarter under review, reclassification and remeasurement of a quoted investment has been done from amortised cost to fair value in accordance with Ind AS 109. As a result of which gain of Rs. 3.85 lakhs has been arise which has been shown under "other comprehensive income" in the Profit & Loss account.

Note 43:

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the Current year's classification / disclosures.



44. Earning Per Shares												
Year Ended 31.03.2025	Continuing Operations				Discontinuing Operations				Total Operations			
	Before Extraordinary and Exceptional Items		After Extraordinary and Exceptional Items		Before Extraordinary and Exceptional Items		After Extraordinary and Exceptional Items		Before Extraordinary and Exceptional Items		After Extraordinary and Exceptional Items	
	Basic	Diluted	Basic	Diluted	Basic	Diluted	Basic	Diluted	Basic	Diluted	Basic	Diluted
Face Value of Shares	10	10	10	10	10	10	10	10	10	10	10	10
Profit	(13,40,23,024)	(13,40,23,024)	(13,40,23,024)	(13,40,23,024)					(13,40,23,024)	(13,40,23,024)	(13,40,23,024)	(13,40,23,024)
Weighted Average No of Shares	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750
EPS (Rs)	(6.47)	(6.47)	(6.47)	(6.47)	0	0	0	0	(6.47)	(6.47)	(6.47)	(6.47)

44. Earning Per Shares												
Year Ended 31.03.2024	Continuing Operations				Discontinuing Operations				Total Operations			
	Before Extraordinary and Exceptional Items		After Extraordinary and Exceptional Items		Before Extraordinary and Exceptional Items		After Extraordinary and Exceptional Items		Before Extraordinary and Exceptional Items		After Extraordinary and Exceptional Items	
	Basic	Diluted	Basic	Diluted	Basic	Diluted	Basic	Diluted	Basic	Diluted	Basic	Diluted
Face Value of Shares	10	10	10	10	10	10	10	10	10	10	10	10
Profit	(6,24,81,317)	(6,24,81,317)	(6,25,29,781)	(6,25,29,781)					(6,24,81,317)	(6,24,81,317)	(6,25,29,781)	(6,25,29,781)
Weighted Average No of Shares	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750	2,08,53,750
EPS (Rs)	(3.00)	(3.00)	(3.00)	(3.00)	0	0	0	0	(3.00)	(3.00)	(3.00)	(3.00)



AANCHAL ISPAT LIMITED

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