

Date: 03<sup>rd</sup> September, 2025

To,

**1. National Stock Exchange of India Limited**

“Exchange Plaza”, C-1, Block-G  
Bandra- Kurla Complex, Bandra (E)  
Mumbai- 400 051

**Company Symbol: MSPL**

**2. BSE Limited**

Phirozee Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

**Scrip Code No.: 532650**

Dear Sir/Ma'am,

**Sub: Annual Report for the Financial Year 2024-25**

The 56th Annual General Meeting of the Company will be held on Thursday, September 25, 2025, at 3:00 p.m. (IST) through Video Conferencing (VC) /Other Audio Visual Means (OAVM).

Pursuant to Regulations 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed herewith the Annual Report of the Company for Financial Year 2024-25 along with the Notice of the 56th Annual General Meeting and other Statutory Reports.

The said Annual Report is being sent through electronic mode to the Members whose email addresses are registered with the Company, KFin Technologies Limited - Registrar and Transfer Agent / National Securities Depository Limited and/or Central Depository Services (India) Limited.

In addition, pursuant to Regulation 36(1)(b) of the Listing Regulations, a letter is also being sent to the Members whose email addresses are not registered, stating the web-link where the Annual Report is uploaded on website. The Annual Report is also available on the Company's website at <https://www.mspsteel.com/investors/annual-report-and-returns/annual-report>.

You are requested to kindly take the same on record.

Thanking You.

Yours faithfully,  
For **MSP STEEL & POWER LTD**

**Shreya  
Kar**

**Shreya Kar  
Company Secretary & Compliance Officer**

Encl.: As above

**Built on  
Strength.  
Born with  
resilience.**



We believe that resilience is more than just enduring challenges, rather, it is about transforming every obstacle into an opportunity for growth. Since 1968, we have been forging our path with strength, steadily evolving from a modest beginning into one of India's foremost integrated steel producers. This journey testifies our relentless spirit, where every milestone has been shaped by innovation, perseverance and an unshakable commitment to excellence.

Like steel itself, our Company's strength is forged under pressure, tempered by decades of experience and refined through cutting-edge technology and skilled craftsmanship. Each product we deliver, from pellets to TMT bars & Structural, embodies the resilience and reliability that our customers depend on. Our growth also reflects a deepening of values—integrity, sustainability and a drive to empower communities.

As we look ahead, MSP Steel & Power Limited embraces the future with confidence, building on the solid foundation of our past. We continue to forge resilience, moving forward, rising higher and advancing from strength to strength.



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### Forward-looking statements

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.



For more information, please  
visit our corporate website:  
<https://www.mspsteel.com/>

## › About Us

Established in 1968, MSP Steel & Power Limited has evolved from a single-product venture into one of India's leading integrated steel producers. Over the past five decades, our journey has been defined by continuous innovation, operational excellence and customer trust – values that have positioned us as a key contributor to the nation's industrial development.

**Built  
to Last**

Our manufacturing facilities, equipped with cutting-edge technology, enable us to produce high-quality steel products that meet the exacting demands of diverse sectors including infrastructure, construction, automotive and engineering. Our comprehensive product portfolio, which includes pellet, sponge iron, billets, TMT bars, structurals and binding wire reflects our commitment to quality, versatility and continuous innovation.

Backed by a highly skilled workforce and guided by strong principles of corporate governance, we consistently uphold the highest standards of performance, safety and sustainability. With a robust pan-India presence and a steadily expanding global footprint, MSP Steel & Power Limited continues to build enduring partnerships and contribute to projects that shape the future of our nation.



**Vision 2030**

- A customer centric approach
- Touching the 1.5 -million-ton milestone
- Securing a A+ capital structure rating

# Mission Vision

**Niche**

- Continuously Innovate to produce steel competitively
- Customer-Centric Approach

**Purpose & Passion**

To be an Admired Nation Builder-

- 'Admired' by having high ethical standards and enriching people's lives
- 'Nation Builder' by developing infrastructure and generating employment

# Core Values

**Integrity**

Adhere to the highest standards of integrity with all stakeholders

- Commit to highest level of ethical and professional standards
- Build relationships based on trust by being fair in communication and transaction
- Manage company resources efficiently

**Innovation**

Continuously improve company performance by innovation

- Apply new management practices to drive organisational performance
- Adopt and invest in new technologies to maintain competitive edge
- Adopt a learning/ intellectual curiosity mindset

**Teamwork**

Create a familial environment to promote teamwork

- Work as one team and drive our collective energy to drive performance
- Develop one another through apprenticeship and mentoring
- Ensure empathy and respect in all interaction with your colleagues

**Excellence**

Strive for excellence in performance, quality and behaviour

- Combine bold thinking with a practical approach to deliver results
- Embrace an ownership mindset by taking responsibility and translating decisions to actions
- Sustain a meritocratic culture that rewards people on individual and collective performance

# › Executive Chairman's Message



**The Indian economy provided a stable and supportive backdrop, with steady growth in domestic consumption and continued government focus on infrastructure and construction—both of which are critical drivers of steel demand.**



## Dear Shareholders,

It is with a sense of resolute purpose that I present to you the Annual Report for the fiscal year 2024-25. This year, our journey has been defined by our theme, "Forging Resilience from Strength to Strength." In a global environment marked by volatility and rapid change, this theme is our operational philosophy. It reflects our capacity to withstand challenges and to transform them into opportunities for growth, reinforcing our foundations and preparing for a stronger future.

### The Evolving Steel Landscape

The global economy demonstrated considerable resilience in the past year, though the recovery has been uneven across regions. While advanced economies navigated a slower path, emerging markets, including our own, showcased robust growth, largely driven by strong domestic demand. For the steel industry, this translated into a mixed landscape with shifting production dynamics and persistent challenges of overcapacity in some markets.

Against this backdrop, the Indian economy has remained a beacon of growth, emerging as one of the world's fastest-expanding major economies. Propelled by significant government investment in infrastructure and a revival in private capital expenditure, the demand for steel in India is poised to outpace that of other major economies. This domestic impetus provides a stable foundation for our industry. Our strategic plant location in Central India has been a distinct advantage, insulating us from the volatility of import markets for long products and allowing us to serve our core regions of Chhattisgarh, Uttar Pradesh, Jharkhand, and Maharashtra with greater efficiency.

### Our Performance in FY 2024-25

Our performance this year is a testament to our focus on operational excellence and strategic financial management. We recorded a total Turnover of approximately ₹2900 Crores, reflecting stability in our top-line revenues.

The most significant achievement this fiscal has been the strengthening of our balance sheet. We successfully converted a substantial portion of our debt, including Optionally Convertible Debentures (OCDs) held by our lenders and unsecured loans from promoters, into equity. This strategic deleveraging has significantly reduced our debt burden, improved our debt-equity ratio, and stands as a powerful testament to the renewed confidence our promoters and banking partners have in our long-term vision. Our efforts were also recognised externally, as we were certified as a 'Great Place to Work' and named among the 'Best Workplaces in Cement & Building Materials'.

### Strategic Initiatives for Future Growth

Our strategic priorities are clear and focused on building a sustainable and profitable enterprise. Over the next five years, our primary goals are to:

**Become a Debt-Free Company:** The recent debt-to-equity conversion is a major milestone on this path.

**Become the No. 1 Customer Choice in Central India:** We are committed to achieving this through superior product quality, unwavering delivery commitments—often within 24 hours to reduce dealer working capital—and strong brand-building initiatives.

Underpinning these goals is a deep commitment to digital transformation. We are actively revamping our plant with the latest technology and automation. Key initiatives include implementing a manless weighbridge system, deploying machine learning and camera vision for quality control, using geo-fencing for workforce management, and adopting digital platforms for procurement bidding. These AI and BI-driven tools are enhancing efficiency, promoting transparency, and creating a more agile organisation.

### Commitment to Sustainability and Community

As we grow, our commitment to corporate social responsibility and environmental stewardship remains steadfast. We are actively working to reduce our carbon footprint by lowering coal consumption, enhancing the use of our waste heat recovery units, and increasing our consumption of solar power. Through our CSR activities, we continue to focus on initiatives that make a tangible difference in local communities, particularly in the areas of education and women's empowerment.

### Vision for the Future

Looking ahead, our vision is to establish MSP Steel as the undisputed brand of choice in Central India by 2030. This will be driven by our strategic priorities, technological advancements, and an unwavering focus on the customer. We are fostering a leadership culture that is resilient, future-focused, and ethically grounded, ensuring that our growth is both responsible and sustainable. Our commitment to the highest standards of corporate governance will continue to be the bedrock of our operations.

### A Word of Gratitude

Our progress would not be possible without the trust and support of our stakeholders. On behalf of the Board, I extend my sincerest gratitude to our shareholders for their continued faith, our employees for their dedication and hard work, and our customers, lenders, and partners for their invaluable collaboration. Together, we are forging a future that is resilient and built to last, from strength to strength.

Warm regards,

Chairman

## › Managing Director's Message



**The Indian economy provided a stable and supportive backdrop, with steady growth in domestic consumption and continued government focus on infrastructure and construction—both of which are critical drivers of steel demand.**

### Dear Shareholders,

It is my pleasure to share an update on the progress we have made at MSP Steel during the year gone by. FY 2024–25 has been a year of steady momentum, driven by strong execution, financial discipline and strategic alignment with the evolving economic landscape.

Throughout the year, we remained steadfast in navigating market dynamics, capitalising on domestic opportunities, and responding proactively to sectoral demands. The Indian economy provided a stable and supportive backdrop, with steady growth in domestic consumption and continued government focus on infrastructure and construction—both of which are critical drivers of steel demand.

At MSP Steel, we aligned our operations with these evolving opportunities, ensuring that we stayed ahead through disciplined planning, enhanced productivity, and a continued emphasis on value creation. Our strategic priorities were well-calibrated with sectoral trends, allowing us to deliver operational continuity, while also undertaking structural improvements that position us favourably for the future.

Despite a marginal increase in turnover of 1.09% over the previous year, amounting to Rs. 2,90,524.78 Lakhs in FY 2024–25, the Company faced certain profitability challenges, closing the year with a net loss of Rs. (2,870.98) Lakhs compared to a net profit of Rs. 1,438.90 Lakhs in the previous fiscal.

From the current year, the Company has opted the option under section 115 BAA of the Income Tax Act, 1961, introduced by the Taxation Laws (Amendment) Act, 2019 which gives irreversible option for payment of income tax at reduced rate subject to certain conditions. In view of above, Minimum Alternative Tax (MAT) credit of Rs.2,648.71 Lakhs accounted for in earlier years has been reversed during the quarter ended 31<sup>st</sup> March, 2025 and deferred tax asset/liability also has been measured/remeasured at the tax rates specified under new regime, hence the Profit after tax stood at a loss.

However, I take immense pride in sharing a transformational milestone achieved during the year – the successful conversion of Optionally Convertible Debentures (OCDs) into equity shares. This marks a pivotal step in our financial restructuring journey.

In line with the Restructuring Scheme approved by our Consortium of Lenders in March 2018, the Company had issued 4,51,970,554 OCDs of ₹10 each, aggregating to ₹45,197.06 Lakhs. I am pleased to share that all OCD holders exercised their conversion option, which is a testament to the trust reposed in our future.

As a result, we received listing approval for 1,44,822,208 equity shares of ₹10 each on the stock exchanges – a significant move



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that included the conversion of Yield to Maturity (YTM) as well.

This achievement has not only significantly reduced our debt burden but also reinforced promoter confidence in the long-term vision and resilience of the Company. It lays a stronger foundation for sustainable growth,

improved capital structure, and enhanced stakeholder value in the years to come.

#### Building Strength Through Strategic Precision

In FY 2024-25, we expanded our product portfolio to include a wider range of heavy and light structurals. These additions have enabled us to better serve key sectors such as housing, infrastructure and industrial applications.

Our unwavering commitment to product quality and timely delivery has further deepened trust within our dealer and contractor network, reinforcing long-term partnerships across regions.

On the operational front, we focused on enhancing productivity through targeted process optimisations. Major initiatives included the installation of a raw material feeding system, raw mix optimisation, and re-integration of coal washery operations into our existing plant. These initiatives have improved process consistency and set the foundation for scalable and efficient growth in the coming years.

Importantly, we have also initiated our journey toward green steel manufacturing – a forward-thinking commitment to reduce our environmental footprint. We are exploring and adopting sustainable practices such as improved energy efficiency, increased use of recycled inputs, and reductions in carbon emissions wherever feasible. These steps are aligned with our

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long-term vision of becoming a responsible and future-ready steel producer, in tune with national and global sustainability goals.

#### Agility Forged in Technology

Digital transformation continues to be a core driver of our evolution.

Plant Digitalisation: We have begun laying the foundation for Industrial IoT and IT/OT integration, enabling advanced AI/ML-based analytics for better process efficiency, reduced downtime, and predictive insights, to strengthen decision-making, improve transparency and streamline operations. Our manless weighbridge system has been digitised to support logistics efficiency, while tools such as dashboards, chatbots, auto-indenting and geo-fencing

have brought greater visibility to everyday workflows.

Strengthening Channel Partner Engagement through Customer Relationship Management Application – Our new CRM application with its packed features offered a holistic transactional experience to our country wide network of channel partners enabling them in easing out the order to delivery process. With real time stock availability status, accounting updates and live vehicle tracking, the application cemented our commitment to be the No. 1 choice for our customers and in turn aided them immensely in serving their respective market segments.”

#### Manufacturing Excellence:

Targeted digital initiatives are being deployed to improve throughput and asset performance:

- IIoT sensors, weighbridge automation, and a Rolls Lifecycle Management System are helping streamline operations.
- Advanced Computer Vision projects—such as TG fault detection and billet counting—are improving safety, reducing manual errors, and strengthening process adherence.
- We are also investing in capability-building through training programmes focused on machine learning and automation.

#### Elevating Brand building with purpose

On the branding front, our focus remains on positioning MSP as the preferred choice in Central India. Our marketing efforts span television, outdoor media, national meets and loyalty programmes for contractors and channel partners. Initiatives such as contractor point systems, insurance offerings and 24-hour delivery assurance are designed to improve working capital cycles for our stakeholders and strengthen long-term brand engagement. Additionally, we are extending technical support in design and planning for residential and commercial construction, ensuring that we add value at every step of the building process. These initiatives are part of our larger vision—to become an Admired Nation Builder by empowering the ecosystem around us and playing a vital role in shaping the infrastructure of tomorrow.

#### Resilient Growth, Responsible Foundations

In alignment with our commitment to responsible growth, we have undertaken several environmentally sustainable and cost-efficient initiatives during the year. Key measures include reduced reliance on coal, expanded integration of solar energy, and the implementation of waste heat recovery systems – all aimed at lowering our carbon footprint and enhancing operational efficiency.

On the governance front, we continue to strengthen our internal frameworks through process standardisation, enhanced disclosure practices, and a greater emphasis on transparency and accountability across all levels of the organisation.

We are proud to share that our products have been certified as Green Products, reflecting our dedication to sustainable manufacturing. The awards, certifications, and recognitions received during the year serve as a testament to our efforts and are comprehensively showcased in this Annual Report.

#### A Future Forged in Purpose.

Looking ahead, we remain fully aligned with our Vision 2030. Our goals include becoming a debt-free organisation, achieving an A+ capital structure, scaling production capacity beyond 1.5 Million MT and building an agile, digitally enabled enterprise. Each initiative we undertake is grounded in our commitment to performance, transparency and long-term value creation.

I extend my sincere gratitude to all our shareholders, employees, customers, bankers, government authorities and the community for your continued trust and support. Together, we look forward to building on this momentum and creating lasting impact in the years to come.

Warm regards,

**Mr. Saket Agrawal**  
Managing Director



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# Joint Managing Director's Message



## Dear Shareholders,

It is with immense pleasure that we would like to share an overview of our operational progress and digital transformation achieved at MSP Steel and Power Limited in FY 2024-25. Over the past year, we have taken meaningful steps towards enhancing the strength, stability and responsiveness of our functions. Our focus remains on the critical areas of procurement, logistics, production and automation, all of which play a key role in ensuring that our operations are not only efficient and cost-effective, but also agile, scalable and aligned with our long-term strategic vision. We have driven transformation across these areas through the integration of digital technologies, structured processes and a culture of continuous improvement that supports our growth ambitions.

### Procurement and Supply Chain

This year, we have continued to strengthen our supply chain by diversifying our raw material sources. Our iron ore sourcing strategy combines OMC auctions, private mine tie-ups in Odisha, and concentrate from Katni, Madhya Pradesh, thereby ensuring flexibility in the feed mix. We secured domestic coal through Coal India linkage auctions, lowering import reliance and ensuring continuous washery operations for both sponge iron and captive power generation. Pig iron sourced from reputed producers improved procurement efficiency through pooled sourcing and strengthened our cost competitiveness. These measures have helped in enhancing supply chain resilience, reducing single-point dependencies, and improving responsiveness to external disruptions.

### Driving Digitisation across the Value Chain

We continue to modernise our procurement practices by leveraging digital platforms and AI-enabled tools. The adoption of RaProcure, a dedicated AI-driven

procurement portal for steel plants, has brought transparency, standardisation and speed to our procurement processes. In addition, reverse auctions for various material and service categories have improved cost-effectiveness and increased supplier participation.

To build on this progress, we are currently developing an advanced, AI-powered Procurement Dashboard. Once fully implemented, this platform will allow for real-time tracking of procurement activities, forecasting demand, evaluating supplier performance, and identifying potential delays or process bottlenecks. These capabilities will greatly enhance decision-making across the supply chain.

Our automation journey is also advancing through the deployment of manless RFID-enabled weighbridges, AI and ML applications in logistics tracking, and GPS-based geo-fencing to monitor workforce movement and optimise site-level coordination. These digital tools are already demonstrating measurable gains in accuracy, responsiveness and visibility across our operations. We are now taking steps for providing better customer service through use of AI which should enhance ease of transaction as well as an enriched experience for our customer.

### Operational Excellence

We are committed to continuous improvement in all aspects of our operations. Process optimisation, predictive monitoring and efficiency gains remain key priorities. AI-powered systems are helping us fine-tune raw material input mixes and streamline processing instructions. By enhancing asset connectivity and leveraging real-time data insights, we are easing bottlenecks, boosting product yields, and reducing input costs. These steps are central

to maintaining quality, reducing variability and delivering consistent performance as we scale.

We are also strengthening internal workflows by adopting intelligent dashboards, auto-indenting mechanisms, and chatbots, all of which are helping automate repetitive tasks and reduce human error. The use of machine learning and camera-based systems is enabling faster, insight-driven decisions at both shop-floor and management levels.

### Outlook

As we move forward, our goal is to build a procurement and operations ecosystem that is fully aligned with Industry 4.0 standards, real-time, data-driven and agile. These enhancements will enable production scale-up while sustaining quality, ensuring timely delivery, and driving long-term cost efficiency. We will continue to invest in intelligent systems and collaborative supplier platforms to improve planning, predictability, and performance across the business.

At MSP Steel, our operational direction is firmly rooted in technology, transparency and process excellence. These pillars will continue to support our journey toward sustainable growth and value creation.

We extend our sincere appreciation to all our stakeholders for your continued trust. Your support inspires us to keep improving, keep innovating and keep delivering results.

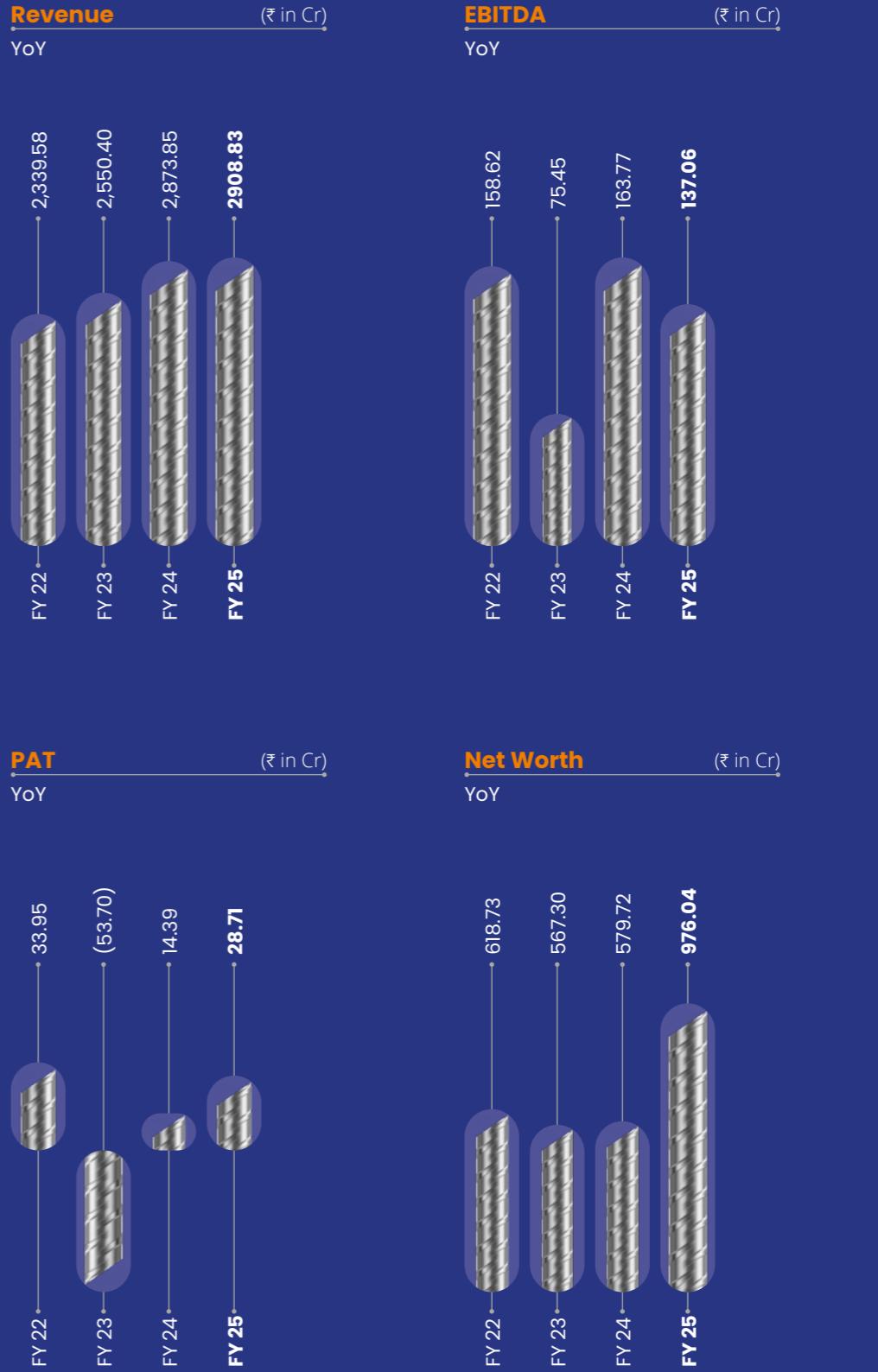
Warm regards,

**Manish Agrawal**

Joint Managing Director

## › Financial Highlights

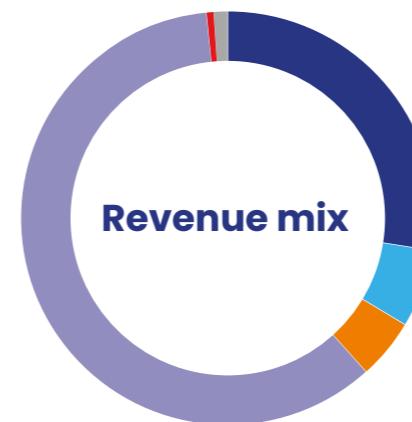
Forging  
Financial Fortitude



## › Product Portfolio

We strive to build a stronger India through our diverse and resilient product portfolio. By addressing the evolving demands of key sectors that drive the nation's growth, we contribute to the development of robust infrastructure, drive industrial progress and support socio-economic progress. Each product we offer is crafted with precision, adhering to stringent quality standards, ensuring exceptional reliability and performance across applications.

# Tempered Toughness



- Pellet
- Sponge Iron
- MS Billets
- TMT Bars (incl structural products)
- Power
- Others



**MSP TMT Bars** are manufactured using our advanced 3-Stage Turbo Quench Technology, ensuring compliance with stringent BIS-certified 550D Grade specifications. Engineered for superior strength, durability and flexibility, each bar undergoes a rigorous two-stage, computer-aided testing process at our NABL-certified in-house facility. Produced from the highest-quality raw materials, MSP TMT Bars have empowered over 5,00,000 home builders to realise their vision of future-ready homes. In addition, they play a critical role in major industrial and infrastructure projects across the country, contributing to India's growth and shaping its identity.



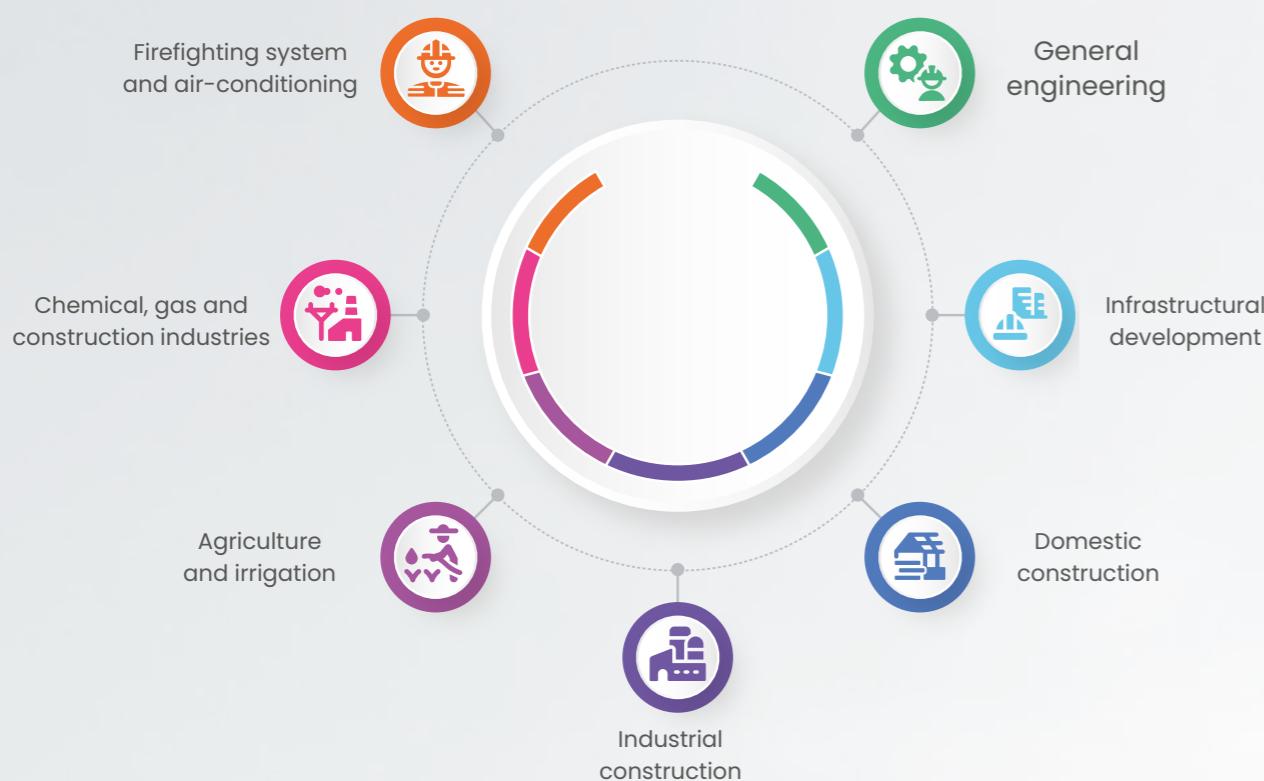
**MSP Premium TMT Bars** are a hallmark of quality and performance, representing a truly Sarvagunn Sampann offering. Designed for an optimal balance of strength and flexibility, these bars feature an equi-spaced rib pattern and a consistent weight-to-length ratio, resulting in reduced steel consumption, lower labour costs and shorter construction timelines, delivering substantial cost efficiencies. With a superior finish, precision bend wraps and colour-coated end cuts, MSP Premium TMT Bars are designed for the demands of modern construction. Combining durability, precision and reliability, they form the trusted foundation for infrastructure that supports a stronger, more resilient and future-ready India.



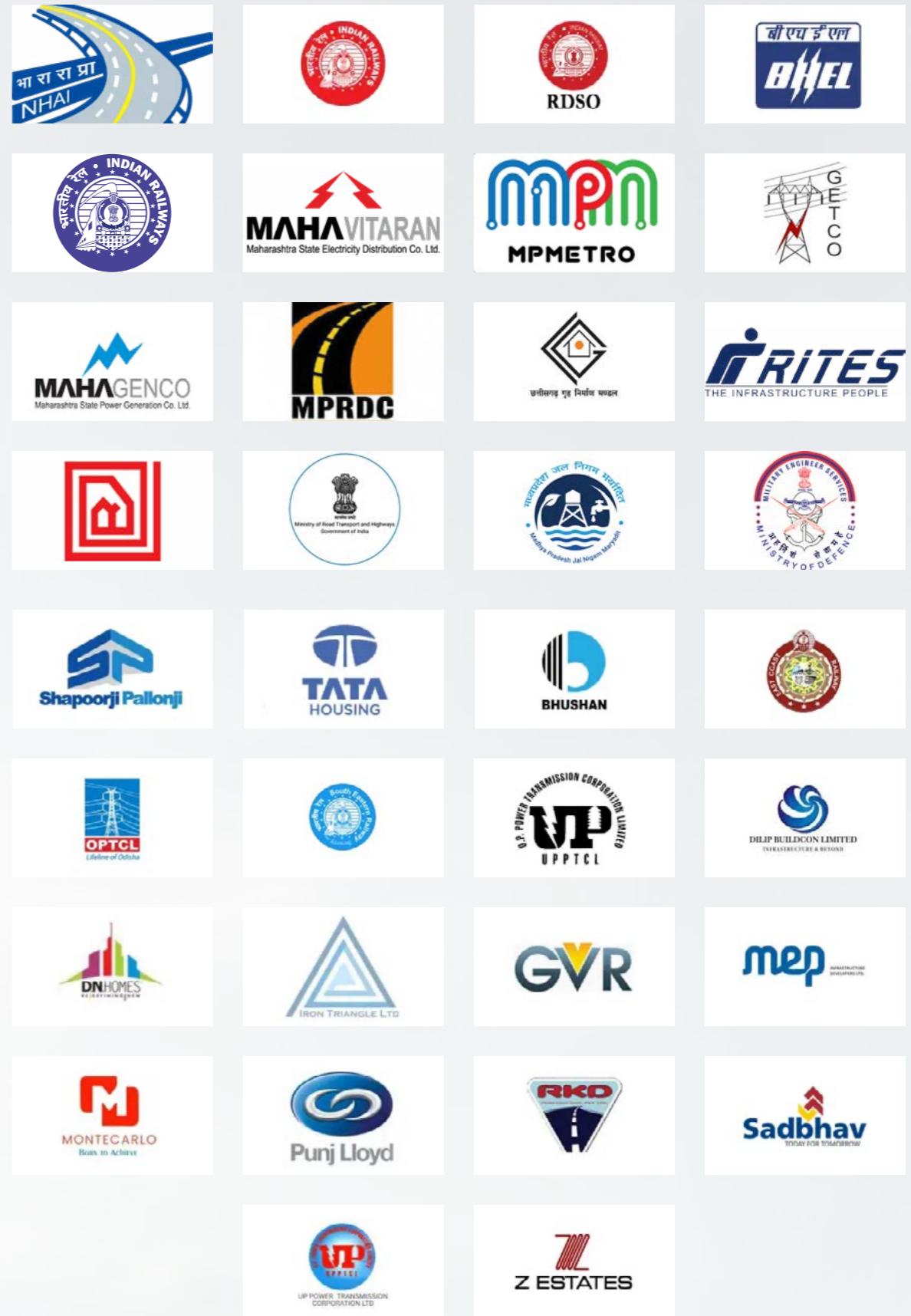
**MSP Structural** are distinguished by their extensive range of light, medium and heavy sections, delivering superior performance across diverse applications. Our product portfolio, including H Beams, I Beams, Channels, Angles and Round Bars, is manufactured in strict adherence to BIS-certified quality standards, ensuring reliability and consistency. Tailored to meet the varied demands of multiple industries, MSP Structural advance infrastructure development and support the construction of a stronger, future-ready India.

## Product Applications

All our products are manufactured using premium-grade raw materials and subjected to rigorous quality checks to ensure superior performance. Their customisability makes them well-suited for a wide range of applications across multiple segments.



## Marquee Clientele



## › Manufacturing

Our modern manufacturing facility is where innovation meets precision to create steel solutions that truly stand the test of time. Powered by advanced technologies and innovative processes, we are able to deliver products that meet the evolving needs of our customers and reflect our commitment to quality. We blend automation with human expertise and precision engineering with forward-thinking design, to create solutions that add value, enhance efficiency and inspire confidence.

### Our Manufacturing Facility

Our state-of-the-art integrated steel plant is located in Jamgaon, in the Raigarh district, Chhattisgarh. Strategically located, this facility forms the backbone of our manufacturing operations.

### Quality Control

At MSP Steel, quality assurance is implemented through stringent testing protocols. Our operations are governed by robust quality management systems and continuous monitoring to ensure compliance with industry benchmarks. Our integrated steel plant in Raigarh houses a NABL-certified laboratory, equipped with advanced computer-aided testing facilities. This enables us to perform all essential tests, ensuring each product batch is standardised in line with BIS Grade specifications.

## NABL

› Certified laboratory

## ISO 14001:2015

› Certified facility



**Cutting-edge**  
Craftsmanship

**Efficient Procurement**

We follow efficient and diversified procurement practices to ensure a robust, flexible and resilient supply chain. By strategically sourcing key raw materials from multiple regions and channels, we are able to maintain continuity, optimise costs and adapt effectively to market fluctuations. This approach supports coal washing, sponge iron production and captive power generation, while also enhancing overall resource efficiency. Additionally, the implementation of reverse auctions across various categories, including general materials and services has improved cost-effectiveness and encouraged greater competition among suppliers. Through strengthened procurement efficiency, we ensure consistent production reliability and the agility to respond to dynamic market conditions.

**Adopting Digital Procurement Tools**

We have modernised and streamlined our procurement by implementing RA Procure (RaProcure), an AI-enabled portal specifically developed for steel manufacturing operations. This platform enhances transparency, standardisation and operational efficiency across all procurement activities.

Complementing this, we have also introduced a real-time Procurement Dashboard built on AI-enabled platforms, which significantly improves procurement planning, supplier performance evaluation and cost management. Key capabilities of this platform include:

- Real-time monitoring of procurement activities
- Data-driven demand forecasting
- Supplier performance analytics
- Early identification of delays and potential bottlenecks



## › **Digital Transformation and Technology Enablement**

# Transforming Processes, Powering Performance

We are advancing a company-wide digital transformation agenda to reinforce operational excellence and sustain long-term competitiveness. By deploying integrated ERP platforms and advanced automation tools across core functions, we have established seamless workflows and real-time information throughout the organisation. Our smart manufacturing initiatives, leveraging AI, machine learning and predictive analytics, are enabling process optimisation, increasing throughput at critical bottlenecks and reducing raw material costs. The implementation of automated RFID-tagged weighbridges and real-time production monitoring systems has further enhanced accuracy, stability and responsiveness.

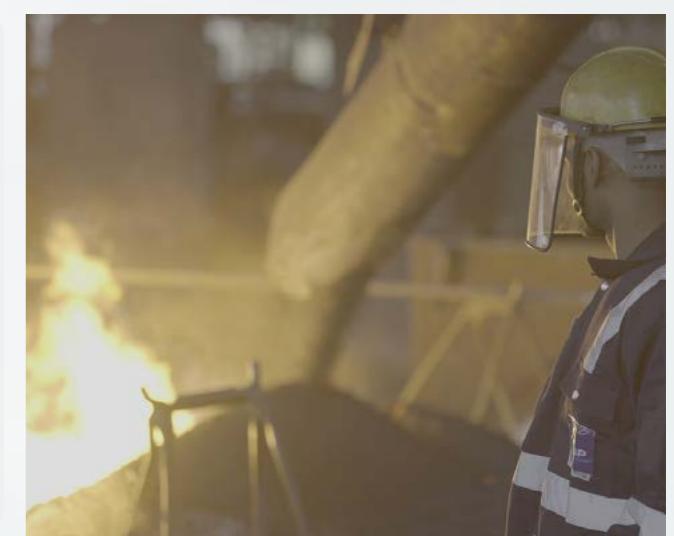
Simultaneously, the introduction of BI-driven decision frameworks and AI pilot projects is building capabilities in predictive maintenance, process control and data-led decision-making. These efforts align with our goal to set industry benchmarks in efficiency and customer preference within our markets.

**Implementation of Access Control System at Raigarh Works**

In FY 2024-25, our Raigarh Works successfully implemented a state-of-the-art Access Control System for both on-roll employees and contract labour. This advanced system reflects our commitment to security, regulatory compliance and operational excellence. This system facilitates workforce management, improved monitoring and controlled access, resulting in a safer and more efficient workplace. Through this initiative, we uphold the highest standards of safety and organisational discipline.

Centralised digital dashboards and command centres now provide leadership with a unified, real-time view of operational performance, enabling proactive interventions and accelerated decision-making. Customer-focused platforms, including AI-enabled communication tools and Zoho dashboards, are enhancing

transparency and service quality. To support this digital evolution, we have strengthened our IT infrastructure and implemented robust cybersecurity and data governance measures, ensuring system resilience, data integrity and business continuity.



## › Marketing

# Strong. Reliable. Recognised.

In today's dynamic and competitive industrial landscape, effective marketing strategies are crucial for shaping brand perception, driving demand and building lasting customer relationships. For MSP Steel, marketing serves as a vital link between our manufacturing capabilities and the diverse needs of our end users, from individual homebuilders to large-scale infrastructure and industrial projects.

We employ a range of marketing and promotional initiatives to engage with customers and partners, building mutual trust and sustained growth. These efforts have significantly strengthened our presence across India and contributed to the creation of over 10 Million dream homes, while supporting key industrial and infrastructural developments nationwide. Through these endeavours, we connect lives, support livelihoods and reaffirm our commitment as a catalyst in building India's future.

### Expansive Dealer Network

We have established a strong pan-India dealer network that ensures the efficient and reliable delivery of our products to customers nationwide. Our extensive network of trusted dealers facilitates easy accessibility, prompt service and a consistent supply of premium-quality steel products across diverse markets. By maintaining close relationships with our channel partners, we gain insights into regional requirements, enabling us to respond swiftly to market demands and offer customised solutions that create tangible value for our customers. This widespread reach strengthens our brand presence and reflects our commitment to being a dependable partner in India's growth journey.



## › Our People

# The Faces Behind Our Achievements

Our HR initiatives are thoughtfully designed to create an environment where employees feel valued, empowered and inspired to excel. We work to cultivate a culture built on trust, respect and collaboration, guided by our core values. We prioritise continuous learning, growth and recognition to support both the personal and professional development of our employees. By nurturing their potential, we are building a workforce that is engaged in the present and equipped for the future.

### Core Values in our Human Resource Management

- › Integrity
- › Innovation
- › Teamwork
- › Excellence

# 1236

Total employees

# 2073

Total workers

### Our Awards



Great Place to Work as 'Top 50 Large India's Best Workplaces in Manufacturing 2025'



Great Place to Work as 'The Best Workplaces in the Cement and Building material'



## Learning and development

We have established a Competency-Based Training and Development programme supported by a systematic, data-driven approach to training needs analysis. This analysis is conducted through competency-based assessments, ensuring that development initiatives are aligned with actual skill gaps and business objectives. This programme encompasses key competency areas such as organisational, technical, behavioural, leadership and customer-centric skills, with the goal of enhancing workforce productivity and expanding our market reach. In addition, we have conducted a range of technical, safety and leadership training programmes in collaboration with renowned institutions. These sessions were led by industry experts, ensuring impactful learning experiences and skill advancement across the organisation.

### Organisational Training

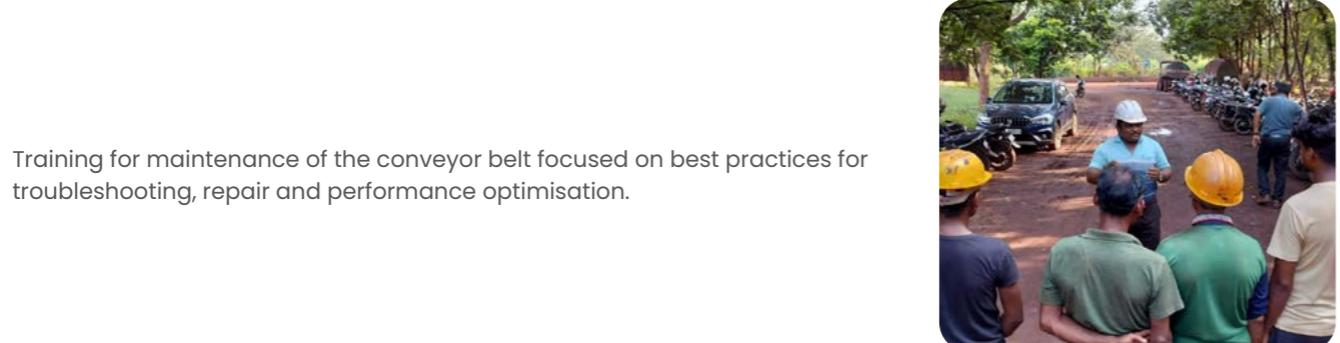
A training session was conducted to align employees with MSP's mission and vision, aiming to encourage a culture of integrity, collaboration and excellence. Through a combination of interactive discussions and practical examples, employees developed a clearer understanding of how to embody these core values in their day-to-day responsibilities and professional interactions.

### Technical training

A training session on 'Advanced and Basic Hydraulics & Pneumatics' was conducted to provide employees and workers with a comprehensive understanding of fluid power systems, specifically hydraulics and pneumatics. This training covered foundational principles as well as advanced applications, providing participants with the theoretical knowledge and practical skills required to design, troubleshoot and maintain these systems.



Training for maintenance of the conveyor belt focused on best practices for troubleshooting, repair and performance optimisation.



139

Total numbers of trainings

The training on the double deck screen covered operational procedures, maintenance protocols and troubleshooting techniques to maximise performance and extend the equipment's lifespan.



### Performance-driven Culture

We have embraced a performance-driven work culture that aligns our people, processes and priorities with a commitment to customer-focused excellence. As part of this approach, a six-month training programme was conducted at our Raigarh plant to cultivate a customer-centric mindset. The overarching objective was to position MSP as the preferred choice for customers in a competitive market.

This initiative, along with other efforts, delivered measurable outcomes:



**Enhanced Production Efficiency –**  
The integration of Lean and Six Sigma principles streamlined operations and reduced waste by 20–30%.

**Reduction in Rejections and Defects –**  
The adoption of quality management tools led to a

### Safety Training

We maintain a culture of vigilance, accountability and safety across the organisation. Regular safety trainings are conducted to reinforce best practices, ensure compliance with safety standards and maintain a safe and secure workplace.



25% decrease in defect rates, lowering costs and strengthening customer trust.

### Improved Customer Satisfaction and Loyalty –

Customer-focused quality improvements have contributed to an expected 10% increase repeat orders, reinforcing long-term relationships and revenue stability.

### Boost in Employee Productivity –

Training frontline employees in real-time problem-solving improved operational efficiency by 10%, reduced downtime and optimised resource utilisation.

### Greater Market Competitiveness –

The delivery of superior quality standards has enhanced market differentiation, enabling a potential 5% price premium and increased market share in the growing domestic steel sector.

### Employee Engagement and Well-being

We are working to create a workplace where employees feel valued, connected and engaged beyond their professional responsibilities. To strengthen this sense of belonging, we organise a range of employee engagement initiatives, including celebration events, family outings and health camps. These initiatives build camaraderie, team spirit and a supportive work culture, while also promoting the well-being of employees and their families.

## > Environment

# Mindful of the Earth

We take deliberate efforts to optimise resource use, reduce emissions and minimise waste generation. We have established targeted initiatives for energy conservation, water management and recycling to lower our environmental footprint. All activities are guided by strict compliance with environmental regulations. Through these actions, we aim to reduce our operational impact, preserving natural resources and aligning environmental performance with long-term business objectives.



### Our Environment Conservation Drives

We undertook dedicated pond renovation initiatives to restore water bodies that had previously dried up. Through desilting, thorough cleaning and structural strengthening, the ponds were revitalised and restored to full functionality. As a result, these water bodies are now capable of retaining water year-round, supporting local biodiversity and serving as a reliable source of water for surrounding communities.

#### Adbahal Pond



Before work started



After our pond renovation initiative

#### Patel Pali Pond



Before work started



After our pond renovation initiative

# › Corporate Social Responsibility

## Building Better Futures Together

Our CSR initiatives embody our commitment to social responsibility, sustainability and inclusive development. We prioritise long-term programmes that improve livelihoods, expand access to healthcare, support quality education and promote environmental stewardship. Through these efforts, we aim to contribute to holistic community development while supporting broader environmental and social goals.

### ₹ 156.86 Lakhs

CSR expenditure in FY 2024-25

#### Our CSR Reach

##### CORPORATE COMMUNICATION – IR & CSR

###### MSP STEEL & POWER LTD.

South City Business Park, 10<sup>th</sup> Floor, 770 Anandapur Road, E.M. Bypass.

Kolkata 700107.

Email: contactus@mspsteel.com

Phone: +91-3340-057777

###### SHREYA KAR

Company Secretary & Compliance Officer

South City Business Park, 10<sup>th</sup> Floor, 770 Anandapur Road, E.M. Bypass.

Kolkata 700107.

Tel :+91 (033) 4005 7777

Email : shreya.kar@mspsteel.com

###### PRADIP KUMAR DEY

Director

South City Business Park, 10<sup>th</sup> Floor, 770 Anandapur Road, E.M. Bypass.

Kolkata 700107.

Tel :+91 (033) 4005 7777

Email : contactus@mspsteel.com

#### Our CSR Projects

##### Blanket Distribution Drive



Recognising the need for warmth and comfort during challenging times, the MSP provide essential support by distributing blankets to vulnerable individuals and families.

##### Training Programmes for Women



The MSP organised skill development programmes for women at the Community Skill Training Centre, with the objective of equipping them with practical, market-relevant skills. This initiative enhances employability, builds self-confidence and expands access to sustainable livelihood opportunities.

##### Food Distribution Drive



The MSP, in collaboration with local organisations, conducts free food distribution drives at Matri & Sishu Swasth Hospital, ensuring that patients and their families have access to nutritious, hygienic meals.

##### Sewing Machine Distribution Drive

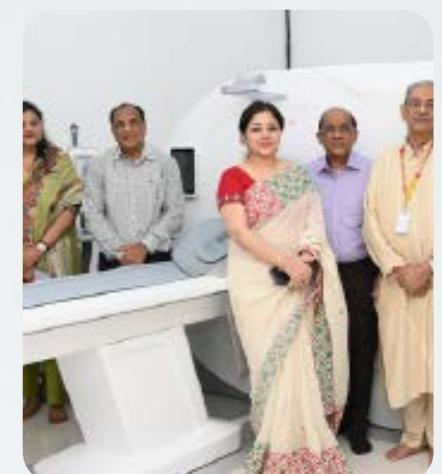


In Jamgaon Village, the MSP distributed sewing machines to local women, enabling them to establish their own tailoring businesses and generate independent income. This initiative aims to promote rural entrepreneurship, enhance livelihood opportunities and contribute to the economic development of the community.

##### Inauguration of Agarbatti Making Machine



##### Providing CT Scan Facility



We have inaugurated an agarbatti-making machine as part of our livelihood development efforts, aimed at empowering women in the community. This initiative provides them with the means to engage in income-generating work, achieve greater financial stability and contribute to the well-being of their families.

The MSP aims to expand its community impact, exemplified by the establishment of the first CT scan unit at SVS Marwari Hospital. This facility enhances the hospital's diagnostic capabilities, enabling it to provide more advanced medical care to patients.

## › Governance Structure

# Ethics, Oversight and Excellence

We adhere to the highest standards of corporate governance, guided by a strong commitment to integrity, accountability and transparency across all operations. Our governance framework ensures strict compliance with applicable laws, regulations and industry best practices, while fostering ethical decision-making throughout the organisation. By promoting fairness and responsibility in our business conduct, we build stronger stakeholder trust, safeguard shareholder interests and establish a sustainable foundation for long-term growth.



**Our Corporate Policies**

 Dividend Distribution Policy	 Remuneration Policy	 Code of Conduct
 Familiarisation Programmes	 Code of Practices and Procedures	 Related Party Transaction Policy
 Risk Management Policy	 Vigil Policy	 Archival Policy
 Committees of the Board	 Authorisation for disclosure of events	 Corporate and Social Responsibility Policy
 Nomination, Remuneration and Diversity of Board	 Policy for determining materiality of events/information for disclosure to stock exchange(s), 2016	 Terms and conditions of appointment of independent directors

**Board Expertise**

Our Board is composed of diverse and seasoned experts who provide strategic insight and guidance to our business. To strengthen governance, accountability and operational focus, we have established dedicated Board Committees. These Committees ensure transparent decision-making, effective oversight and responsible business practices across the organisation.

**75%**

Board members with experience and expertise of steel industry

**04**

Independent directors

**57.25 years**

Average age of the board members

**01**

Women directors

**32.37 years**

Average experience of the board members

**Board Committees**

- Audit Committee
- Stakeholders Relationship Committee
- Nomination and Remuneration Committee
- Corporate Social Responsibility Committee

**17**

Board meetings held in FY 2024-25

**GREENPRO CERTIFIED**

## › Awards and Accolades

# Recognised for Excellence

Over the years, MSP Steel has been consistently recognised by multiple prestigious awards from esteemed institutions. These awards and accolades are a reflection of the hard work, innovation and commitment that drive our operations. Each honour inspires us to raise the bar higher and continue delivering excellence.



Green Pro Award – MSP Steel has been honoured with the Green Pro Certification for its Structural Steel & TMT Bars by the Confederation of Indian Industries.



QuPID Award 2024 – MSP Steel honoured with the Award for Innovation in quality & enhanced energy consumption efficiency at the prestigious QuPID Manufacturing Confluence 2024.



Recognised with 4.25 Star rating in CII Eastern Region ENCON Award 2024



Our 03 Safety Circle Teams Bag Awards at CCQC Bhilai Chapter



SEEM Award – SOCIETY OF ENERGY ENGINEERS AND MANAGERS Award



Jombay WOW Workplace Award



Recognised as 'Most Trusted Brands of India' by Marksmen Daily

## › Board of Directors



**Mr. Suresh Kumar Agrawal**

Chairman



**Mr. Saket Agrawal**

Managing Director



**Mr. Manish Agrawal**

Joint Managing Director



**Mr. Pradip Kumar Dey**

Non-Executive, Non-  
Independent Director



**Mrs. Suneeta Mohanty**

Non-Executive  
Independent Director



**Mr. Pranab Kumar Chakraborty**

Non-Executive  
Independent Director



**Mr. Pramode Kumar Pandey**

Non-Executive  
Independent Director



**Mr. Anubhav Goenka**

Non-Executive  
Independent Director

## › Management Team



**Mr. Saket Agrawal**

Managing Director



**Mr. Manish Agrawal**

Joint Managing Director



**Mr. Kamal Kumar Jain**

Chief Financial Officer



**Ms. Shreya Kar**

Company Secretary & Compliance Officer

# › Company Information

## **Statutory Auditors**

M/s Singhi & Co.,  
Chartered Accountants

## **Cost Auditor**

Mr. Sambhu Banerjee

## **Secretarial Auditor**

M/s Bajaj Todi & Associates

## **Bankers**

State Bank of India  
Union bank of India  
Indian Bank  
Punjab National Bank  
Canara Bank Ltd.  
ICICI Bank Ltd.  
Indian Overseas Bank  
UCO Bank  
Bank of Baroda  
DBS Bank Ltd.

## **Registrar & Share Transfer Agent**

KFin Technologies Ltd  
(Formerly known as KFin Technologies Pvt. Ltd.)  
Karvy Selenium Tower-B, Plot No.  
-31& 32, Gachibowli, Financial District,  
Nanakramguda, Serilingampally,  
Hyderabad- 500032  
Ph. No. (040)-6716-2222/3321-1000,  
Fax No.: (040)-2300-1153  
Email: [compliance.ksbl@karvy.com](mailto:compliance.ksbl@karvy.com),  
[einward.ris@kfintech.com](mailto:einward.ris@kfintech.com), Website:  
[www.karvyfintech.com](http://www.karvyfintech.com)



# Management Discussion and Analysis Report

## ECONOMIC OVERVIEW

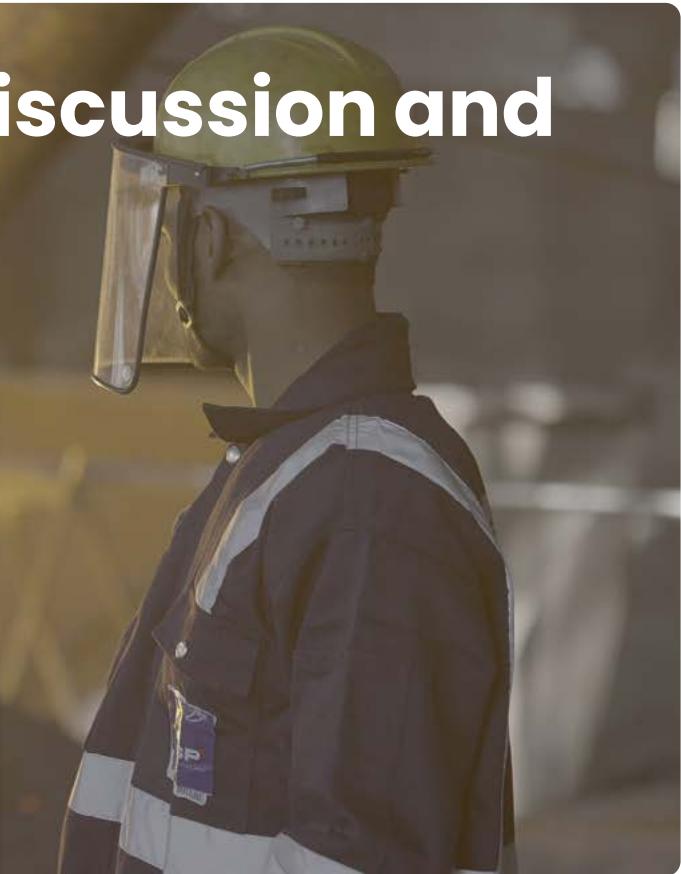
### GLOBAL ECONOMY<sup>1</sup>

The global economy remained resilient despite a series of formidable challenges in recent years. Geopolitical tensions and extreme weather conditions continued to disrupt supply chains, leading to energy shortages and food security concerns across multiple regions. However, even in this uncertain environment, the global economy managed to hold steady, registering a growth rate of 3.3% in CY 2024. That said, the recovery remained uneven, with growth patterns varying significantly across regions.

Inflationary pressures eased considerably over the course of the year. Global inflation declined from 6.8% in CY 2023 to 5.7% in CY 2024. This easing was primarily due to effective and timely monetary interventions, along with greater stability in global energy markets. These factors helped stabilise prices and supported a more broad-based economic rebound. Emerging Markets and Developing Economies (EMDEs) outpaced advanced economies during the year, growing at 4.3%, compared to 1.8% for the latter. This stronger performance was catalysed by robust domestic demand, a healthy influx of Foreign Direct Investment (FDI) and a deliberate shift in strategy aimed at reducing over-reliance on external trade.

### OUTLOOK

The outlook for the global economy remains cautiously optimistic. Growth is projected to continue at a measured pace, with global GDP expected to expand by 2.8% in CY 2025 and 3.0% in CY 2026. This forecast reflects a



combination of gradually easing inflation and ongoing policy support from central banks and a stabilisation of key macroeconomic indicators.

Emerging markets are expected to maintain stable momentum with a growth rate of 3.7%, while advanced economies are likely to experience a slow but steady recovery, reaching 1.4% growth in CY 2025. This divergence in growth trajectories will continue to shape global investment flows and trade dynamics.

As inflation is forecast to decline further to 4.3% in CY 2025 and further to 3.6% in CY 2026, consumer confidence and spending are likely to strengthen, especially in economies where wage growth keeps pace with inflation. However, recent hikes in tariffs and the resurgence of protectionist policies in several regions present notable risks to trade and investment.

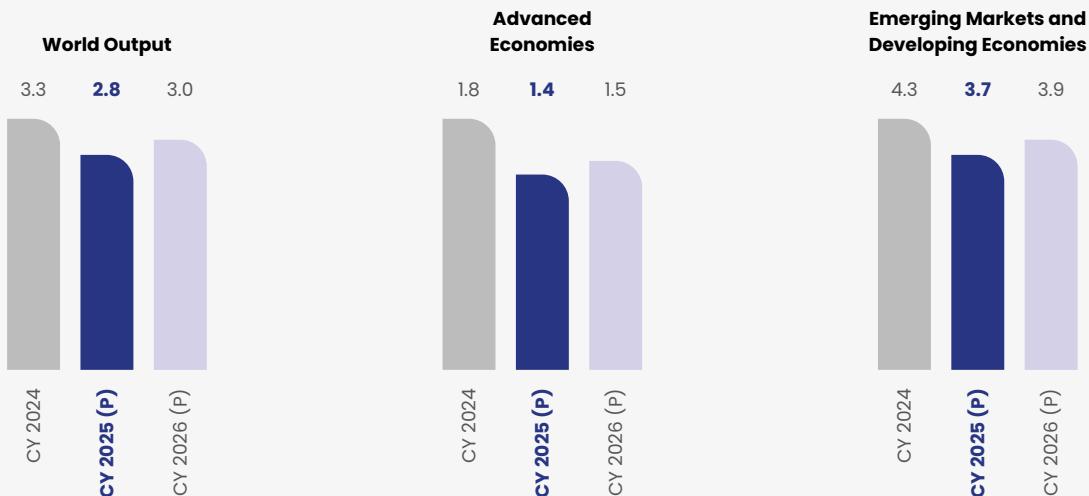
In response to these uncertainties, governments and businesses across the globe are recalibrating their strategies. Many are diversifying trade relationships, investing in supply chain efficiencies and exploring opportunities in emerging markets. Simultaneously, there is a growing emphasis on enhancing productivity through technological innovation, workforce upskilling, and investment in smart infrastructure. These shifts are expected to provide a solid foundation for long-term, sustainable growth and contribute to a more balanced and inclusive global economic recovery.

<sup>1</sup><https://www.imf.org/en/Publications/WEO/Issues/2025/04/22/world-economic-outlook-april-2025>

# Management Discussion and Analysis Report (Contd.)

## Global GDP Growth Projection (%)

Real GDP, Annual Percentage



\*(P) Projected

Source: [IMF World Economic Outlook April- 2025](#)

## INDIAN ECONOMY<sup>2</sup>

India has emerged as one of the world's fastest-growing major economies, despite persistent global headwinds. The economy expanded at a rate of 6.5% in FY 2025, driven by strong domestic demand, rising private consumption, increased public and private investments. As the fifth-largest economy globally, India continues on an upward growth path, increasingly positioning itself as a hub for entrepreneurship, business and innovation on the world stage. Consumer confidence remained positive, as reflected in the Future Expectations Index (FEI). A significant contributor to this momentum was the substantial increase in infrastructure spending, with capital expenditure rising by approximately 39% between FY 2019-20 and FY 2024-25.<sup>3</sup>

India is expected to sustain its economic growth, supported by robust demand, higher capital investments, an expanding middle-class population and adaptive fiscal and monetary strategies. The manufacturing sector is also poised for substantial expansion in the coming years, supported by government efforts to establish the country as a global manufacturing hub.

## OUTLOOK

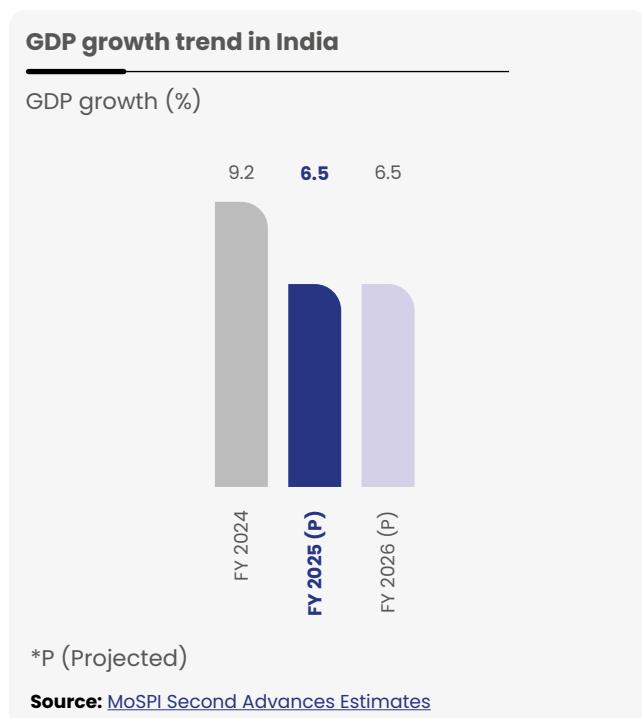
India's economy is projected to maintain its momentum, underpinned by macroeconomic stability and strong financial fundamentals. Key growth drivers include ongoing digital transformation, a supportive regulatory environment, and a vibrant culture of entrepreneurship. With a forecasted GDP growth rate of 6.5% in FY 2026, India is set to remain one of the fastest-growing major economies in the world.

To support this momentum, the RBI has adopted accommodative monetary policies, including a reduction in the repo rate to 5.50% in April 2025. This move aims to lower borrowing costs and improve market liquidity. These measures are expected to stimulate credit growth, enhance bank profitability, and reinforce financial system stability. Additionally, steps such as cuts in the Cash Reserve Ratio (CRR) and open market operations are helping to address liquidity constraints within the banking system.

<sup>2</sup><https://rbidocs.rbi.org.in/rdocs/Bulletin/PDFs/0BULL210520259384088A6E4D431192628B2A15EDF52D.PDF>

<sup>3</sup><https://pib.gov.in/PressReleaseDetail.aspx?PRID=2097902>

# Management Discussion and Analysis Report (Contd.)



## INDUSTRY OVERVIEW

### GLOBAL STEEL INDUSTRY<sup>4</sup>

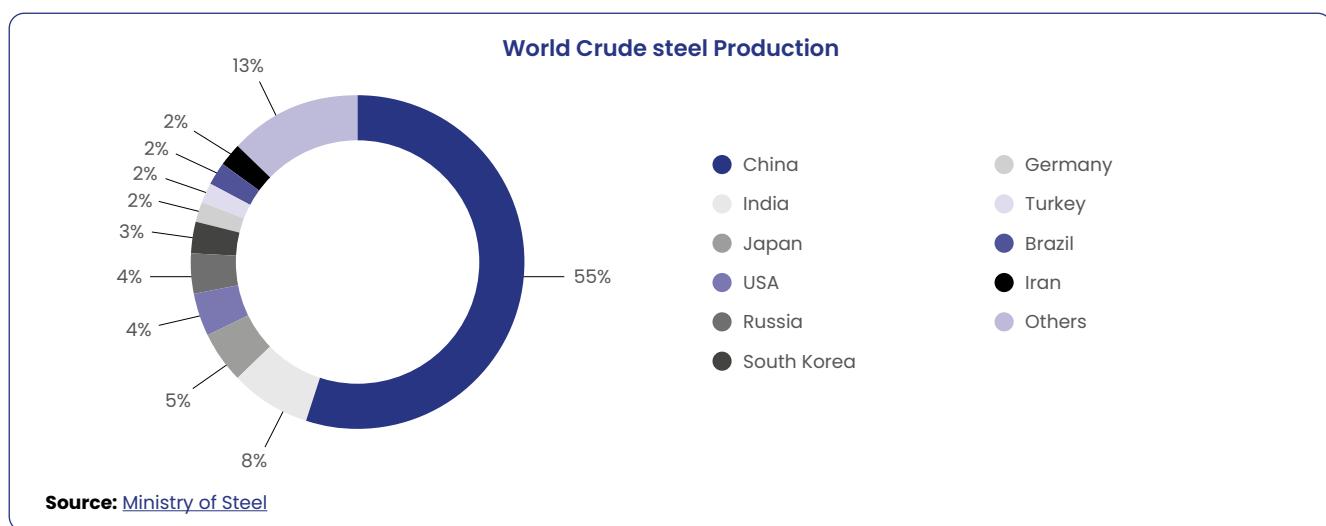
The global steel industry experienced mixed trends during the year. Overall crude steel production for the 70 countries reporting to the World Steel Association reached 158.8 million tonnes in May 2025, marking a 3.8% decline compared to May 2024. This contraction was primarily driven by reduced output in major producing regions such as Asia and Oceania, which saw a 4.7% year-on-year decrease and significant declines in Europe and the CIS region.

In contrast to the general decline in global steel production, some regions showed notable strength and expansion. Africa, the Middle East, North America and South America all recorded increases in crude steel output compared to the previous year. This trend highlights a changing landscape in the industry, with emerging and developing markets playing a larger role in driving global steel production.

Among the top steel-producing countries, India stood out with a 9.7% year-on-year increase in production in May 2025, while China, the world's largest producer, experienced a notable 6.9% decrease. Other leading producers such as Japan, Russia, and Germany also reported declines, reflecting broader economic and industrial challenges in those regions. The divergence in performance among key players highlights the evolving landscape of the global steel industry.

### OUTLOOK<sup>5</sup>

The global steel industry is expected to face persistent challenges in the near term, as excess capacity continues to expand amid only modest demand growth. Significant new capacity additions, particularly in Asia, are projected to exacerbate oversupply pressures, potentially driving utilisation rates down towards 70% and placing further strain on margins and profitability. Heightened competition, rising trade actions and the prevalence of subsidies in major producing regions are likely to distort market dynamics and dampen price recovery. At the same time, decarbonisation efforts could be constrained by weak financial performance and the continued dominance of carbon-intensive production routes, underscoring the need for international cooperation to address structural imbalances and support a more sustainable industry trajectory.



<sup>4</sup><https://worldsteel.org/media/press-releases/2025/may-2025-crude-steel-production/>

<sup>5</sup><https://worldsteel.org/media/press-releases/2024/worldsteel-short-range-outlook-october-2024/>

# Management Discussion and Analysis Report (Contd.)

## INDIAN STEEL INDUSTRY<sup>6</sup>

India continues to play a significant role in driving global steel demand growth, retaining its position as the world's second-largest steel producer after China in 2024. The country's steel demand is expected to outpace that of other major economies in FY 2024-25, supported by a shift towards steel-intensive sectors such as construction and housing, as well as strong government-led infrastructure and manufacturing initiatives.

The crude steel production reached 112.01 million tonnes during April–December 2024, reflecting a steady growth trend, with private sector players contributing 84% of this output. Finished steel production also saw a 4.4% increase over the previous year, totalling 107.19 million tonnes in the same period.

Despite strong domestic production and consumption finished steel consumption grew by 11.4% to 111.49 million tonnes the industry faced challenges in the global market. Exports of finished steel declined by 24.6% to 3.6 million tonnes, while imports surged by 22.7% to 7.42 million tonnes, making India a net importer of finished steel during this period.

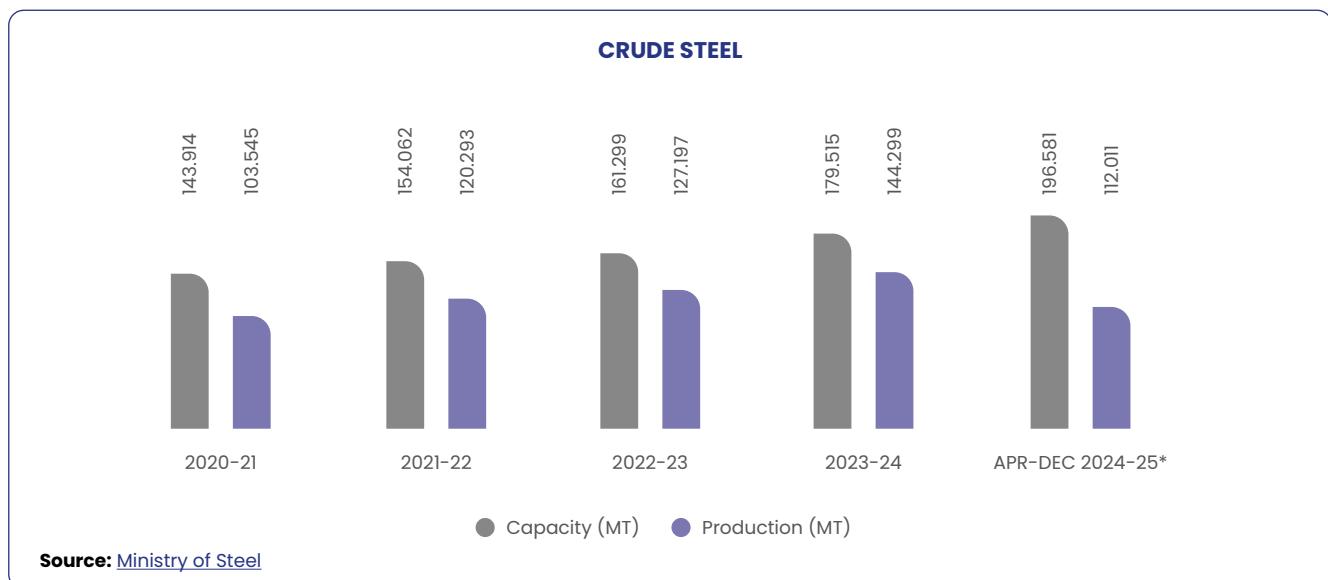
To strengthen the sector, the government advanced several policy initiatives. The Production Linked Incentive

(PLI) Scheme for specialty steel, with a budget outlay of ₹6,322 crore, aimed to boost domestic manufacturing and attract investments. The scheme's second round (PLI 1.1) was launched in January 2025 to further incentivise innovation and capacity expansion. Additionally, infrastructure initiatives under the PM GatiShakti Masterplan and stringent quality control measures were implemented to enhance competitiveness and ensure the availability of high-quality steel for end users.

## OUTLOOK<sup>7</sup>

The steel industry is poised for continued expansion, supported by strong domestic demand, robust infrastructure development and policy initiatives. Consumption trends have similarly been on an upward trajectory, driven by government spending on housing, roads and railways, alongside recovery in the manufacturing sector. However, India transitioned to a net importer of finished steel during the year, reflecting rising demand and some pressure on supply chains. The Production Linked Incentive Scheme for specialty steel, along with research and development incentives and the implementation of the Steel Quality Control Order, are expected to improve quality, stimulate investment and enhance technological capabilities. Overall, the sector is supported by favourable policies and sustained infrastructure momentum.

## Capacity and Production of Steel Industry



<sup>6</sup>[https://steel.gov.in/sites/default/files/2025-04/Steel\\_English\\_AR\\_2024%20%281%29.pdf](https://steel.gov.in/sites/default/files/2025-04/Steel_English_AR_2024%20%281%29.pdf)

<sup>7</sup><https://steel.gov.in/sites/default/files/202505/Overview%20of%20Steel%20sector%20March%2025%5B1%5D.pdf>

# Management Discussion and Analysis Report (Contd.)

## OPPORTUNITIES and CHALLENGES

### Opportunities

**Infrastructure & Construction Boom** – Government-funded infrastructure projects such as smart cities, highways and housing are fuelling 8–11% annual growth in domestic steel demand.

**Urbanisation & Industrialisation** – Rapid urban expansion and manufacturing modernisation are boosting demand across the construction, packaging and engineering sectors.

**Input Integration & Local Raw Material Push** – Expanded exploration and block auctions for iron ore, coal, and manganese, often internationally, are strengthening material supply chains.

**Technology Adoption & Operational Efficiency** – Embracing Industry 4.0 tools, AI for predictive maintenance, and automation in rolling mills is lifting productivity.

**Supportive measures** – Government reliefs in tariffs, levy exemptions, and infrastructure subsidies – are buffering domestic prices and underpinning capacity.

### Challenges

**Global overcapacity & oversupply** – Global steel capacity remains excessive, depressing prices and margins. OECD warns of falling utilisation and intensified price pressure.

**Volatile raw material & energy costs** – Iron ore, coking coal price instability, mining royalties, and high energy costs undermine cost competitiveness and profit margins.

**Geopolitical & trade uncertainty** – Tariffs and shifting trade flows, such as U.S./China, create unpredictable export/import landscapes.

## COMPANY OVERVIEW

MSP Steel & Power Limited (“MSP Steel”), the flagship company of the MSP Group, operates a highly diversified and integrated manufacturing setup. Its end-to-end operations span the entire value chain, from raw material processing to the production of high-quality steel and a range of downstream value-added products.

From its beginnings as a single-product manufacturing unit, the Company has evolved into one of the country's leading steel producers. Its state-of-the-art facilities, qualified workforce, comprehensive product portfolio and sound management practices have positioned the Company as a reliable partner in India's journey towards becoming a progressive and self-reliant industrial economy.

## FINANCIAL PERFORMANCE OF THE COMPANY

(Rs. in lakhs)

Particulars	Standalone		Consolidated	
	FY 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Total Income	2,90,882.80	2,91,221.25	2,90,883.48	2,91,226.31
EBITDA	137,06.79	16,377.03	137,49.24	16,378.58
PAT	(2870.98)	1,438.90	(2835.94)	1,434.64
EPS Basic	(0.62)	0.37	(0.62)	0.37
EPS Diluted	(0.62)	0.35	(0.62)	0.34

# Management Discussion and Analysis Report (Contd.)

## KEY FINANCIAL RATIO

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	% variance	Reasons
Current ratio	1.26	1.29	(2.52)	-
Debt -equity ratio	0.25	0.49	(49.46)	Due to conversion of OCD and Long term Loan from Promoters into Equity.
Debt services coverage ratio	0.89	1.13	(21.61)	Due to conversion of OCD and Long term Loan from Promoters into Equity.
Inventory turnover ratio	6.02	5.90	2.07	Due to Better Working Capital Management.
Trade receivables turnover ratio	40.36	39.61	1.89	Due to Better Working Capital Management.
Trade payables turnover ratio	10.89	11.50	(5.33)	Due to Better Working Capital Management.
Net capital turnover ratio	19.12	14.68	30.27	-
Net profit ratio	(0.99)	0.50	(297.64)	Due to increase in Equity Share Capital.
Return on capital employed	0.07	0.08	(16.09)	Due to increase in Equity Share Capital.
Return on investment	5.64	(1.66)	(439.97)	-
Return on Equity Ratio	(3.69)	2.51	(247.04)	Due to increase in Equity Share Capital

## HUMAN RESOURCES MANAGEMENT

The Company continues to uphold its core belief that people are the foundation of organisational success, a belief that is reflected in its steady growth. Employee well-being and safety remain key priorities, with robust safety practices maintained across all operations. The Company also nurtured a positive and inclusive workplace culture by celebrating festivals such as Diwali, Holi and Christmas, and organising sports tournaments and environmental initiatives like sapling plantations on World Environment Day.

In line with its commitment to continuous development, the Company offers a wide range of in-house and external training programmes designed to enhance employee skills and support career progression. It has

also cultivated a collaborative environment through open dialogue between management and employees, encouraging harmonious industrial relations and active participation in collective bargaining.

By focusing on engagement, development and a culture of mutual respect, the Company continues to strengthen its position as an employer of choice while supporting long-term business growth.

**1236**

**Number of Employees**

# Management Discussion and Analysis Report (Contd.)

## STATUTORY COMPLIANCE

Statutory compliance adherence provides a great deal of security, starting from employees' minimum wages to the company's business existence. The Company has adequate systems and processes to ensure that it is in compliance with all applicable laws and it is complying with all the Statutory rules and regulations applicable to it. The HR department complies with Statutory Acts like Factories Act, PF & Misc Provision Act, ESI Act, Minimum Wages Act, Bonus Act, Professional Tax Act, Shop and Establishment Act, Maternity Benefit Act, Payment of Wages Act and Other Labour Regulations as applicable for the organisation. The Accounts Department complies with Direct and Indirect Tax Compliances. The Company Secretary complies with Companies Act, SEBI Regulations and other allied corporate laws applicable to the Company.

All the Statutory Compliances are met for the smooth functioning of the Company.

## RISK & CONCERNs

The Company recognises that all business activities carry inherent risks and places high importance on proactively identifying and mitigating them. The Company has implemented a structured risk management framework that regularly monitors both internal and external environments to detect and address potential threats.

This approach enables timely strategy formulation to address emerging risks before they can significantly impact operations. Risks identified include geopolitical developments such as war or natural calamities, travel restrictions, industry-specific challenges, foreign currency volatility, client concentration, technology hazards and financial exposures.

To mitigate these risks, the Company has implemented targeted measures across various levels of management. It also regularly reviews its risk mitigation plans to ensure their ongoing effectiveness. This proactive and integrated approach underlines MSP Steel's commitment to long-term stability and sustainable growth.

The Board of Directors ensures that risk management is embedded within the Company's governance structure, in compliance with the provisions of the Companies Act and SEBI Listing Regulations. In this regard, the Board has approved and adopted a revised Risk Management Policy of the Company: <https://www.mspsteel.com/about-us/corporate-policies>

## INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

To ensure effective internal controls across business processes and systems, the Company has established a comprehensive internal control framework. This framework is designed to provide accurate, reliable, and quality assurance related to the Company's financial and operational information, ensuring compliance with applicable laws and safeguarding Company assets.

The framework comprises both entity-level and business process controls. The adequacy and efficacy of these controls are regularly evaluated.

In addition to internal control, the Company has also appointed external and independent Audit Firms as its Internal auditors for periodic checking and monitoring of Internal Control Measures.

The Company's internal financial control framework is commensurate with the size and operation of the business and is in line with the requirements of the Companies Act, 2013. The Company has established standard operating procedures and policies to guide the operations of each of its functions. The Audit Committee also meets with the Company's Internal Auditors and Statutory Auditors to ascertain their views on the adequacy of the Company's internal control systems and keeps management informed of its major observations. Robust and continuous internal monitoring mechanisms ensure the timely identification of risks and issues. The Management, Statutory, and Internal Auditors undertake rigorous testing of the Company's control environment.

## CAUTIONARY STATEMENT

The Management Discussions and Analysis describe the Company's projections, expectations or predictions and are "forward-looking statements" within the meaning of applicable laws and regulations. These statements are based on current information and may differ from actual results due to risks and uncertainties. Important factors that could make a difference to the Company's operations include demand-supply conditions, finished goods prices, raw materials costs and availability, fluctuations in exchange rates, changes in Government regulations, tax laws, natural calamities including critically of pandemic (Covid- 19), litigation and industrial relations, economic developments within the country and other factors.

# Board's Report

Dear Members,

The Board of Directors of **MSP STEEL & POWER LIMITED** ("Company") is pleased to present the Fifty-sixth integrated Annual Report along with Audited Financial Statements of the Company, for the financial year ended 31<sup>st</sup> March 2025.

## A. FINANCIAL RESULTS – STANDALONE & CONSOLIDATED

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	F.Y. 24-25	F.Y. 23-24	F.Y. 24-25	F.Y. 23-24
Revenue from Operations	2,90,524.78	2,87,385.40	2,90,524.78	2,87,385.40
Other Income	358.02	3,835.85	358.70	3,840.91
<b>Total Income (A)</b>	<b>2,90,882.80</b>	<b>2,91,221.25</b>	<b>2,90,883.48</b>	<b>2,91,226.31</b>
<b>Total Expenses (B)</b>	<b>2,90,661.84</b>	<b>2,89,148.44</b>	<b>2,90,632.27</b>	<b>2,89,158.05</b>
<b>Profit/(Loss) Before Tax (C=A-B)</b>	<b>220.96</b>	<b>2,072.81</b>	<b>251.21</b>	<b>2,068.26</b>
<b>Add/(Less): Exceptional Items (D)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Share of Profit / (Loss) of Associates, joint venture (E)</b>	<b>-</b>	<b>-</b>	<b>5.03</b>	<b>1.09</b>
Income Tax for Earlier Years	-	-	-	-
Deferred Tax	3,091.94	633.91	3,092.18	634.71
<b>Less: Tax Expenses (F)</b>	<b>3,091.94</b>	<b>633.91</b>	<b>3,092.18</b>	<b>634.71</b>
<b>Profit/(Loss) for the Year (C-D+E-F)</b>	<b>(2,870.98)</b>	<b>1,438.90</b>	<b>(2,835.94)</b>	<b>1,434.64</b>
Other Comprehensive Income/(Loss)(net of tax)	167.70	(196.40)	167.70	(196.40)
<b>Total Comprehensive Income</b>	<b>(2,703.28)</b>	<b>1,242.50</b>	<b>(2,668.24)</b>	<b>1,238.24</b>

## B. PERFORMANCE- FY 24-25

On a Standalone basis, the revenue for the Company for the FY 2024-2025 was ₹ 2,90,524.78 Lakhs registering a growth of 1.09 % as compared to the previous year's revenue of ₹ 2,87,385.40 Lakhs. The EBITDA for the year was ₹137,06.79 Lakhs, as compared to previous year EBITDA of ₹16,377.03 Lakhs. The Net profit attributable to the owners of the Company for the FY 2024-25 was ₹(2,870.98) lakh in comparison to ₹1,438.90 lakh for the previous year.

From current year onwards, the Company has opted the option under section 115 BAA of the Income Tax Act,1961, introduced by the Taxation Laws (Amendment) Act, 2019 which gives irreversible option for payment of income tax at reduced rate subject to certain conditions. In view of above, Minimum Alternative Tax (MAT) credit of ₹ 2,648.71 lakhs accounted for in earlier years has been reversed during the quarter ended 31<sup>st</sup> March, 2025 and deferred tax asset/liability also has been measured/remeasured at the tax rates specified under new regime.

This change in the tax regime has resulted in the Company reporting a negative Profit after Tax for the quarter ended 31<sup>st</sup> March, 2025, leading to a loss in the annual financial statements for the FY 2024-25.

On a Consolidated basis, the revenue for the Company for the FY 2024-2025 was ₹ 2,90,524.78 lakh, registering a growth of 1.09% as compared to the previous year revenue of ₹ 2,87,385.40 Lakhs. The EBITDA for the year was ₹137,49.24 lakh, as compared to previous year EBITDA of Lakhs ₹ 16,378.58 Lakhs. The Net profit attributable to the owners of the Company for the FY 2024-25 was ₹(2,835.48) lakh in comparison to ₹ 1,435.87 lakh for the previous year. The Profit After Tax was ₹(2,835.94) Lakh in comparison to ₹ 1,434.64 lakh.

The company has achieved turnover of ₹ 2,90,524.78 lakh during FY 2024-25.

During the year under review, the Company continued its focus on judicious fund management, including timely repayment of loans along with interest obligations. The Company also undertook proactive planning for future fund-raising activities to support its growth objectives.

As a part of the Restructuring Package previously approved under S4A i.e Scheme for Sustainable Structuring of Stressed Assets by Reserve Bank of India, the Company had issued 451,970,554 Optionally Convertible Debentures (OCDs), which were converted into equity shares following the receipt of listing and trading approvals from the National Stock Exchange and the Bombay Stock

# Board's Report (Contd.)

Exchange. Consequently as on 31<sup>st</sup> March, 2025, there were no outstanding OCDs pending to be converted/redeemed by any Lenders under Restructuring Package.

## 1. CHANGE IN THE NATURE OF BUSINESS

There was no change in business of the Company during the financial year ended 31<sup>st</sup> March 2025.

## 2. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report, as stipulated under Regulation 34 of SEBI Listing Regulations forming part of this report has been given under separate section.

## 3. DIVIDEND

For the financial year under review, your Company has not recommended any dividend at the forthcoming Annual General Meeting (AGM) for the year ended 31<sup>st</sup> March 2025. The decision was made to utilize the surplus for the future growth of the Company.

### Dividend Distribution Policy:

In terms of the provisions of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has in place a Dividend Distribution Policy which is accessible at the Company's website at [www.mspsteel.com/about-us/corporate-policies](http://www.mspsteel.com/about-us/corporate-policies)

## 4. TRANSFER TO RESERVES

The Company has not transferred any amount to the General Reserve Account during the financial year ending 31<sup>st</sup> March, 2025.

## 5. OPTIONALY CONVERTIBLE DEBENTURES (OCD)

The aggregate outstanding amount of OCDs of the Company as on 31<sup>st</sup> March 2025 was NIL as ₹ 4,519,705,540/- consisting of 451,970,554 OCDs of face value of ₹10/- each were converted into equity shares during the FY 2024-2025.

## 6. SHARE CAPITAL

- **Authorised Share Capital:**

The Authorised Share Capital of the Company as on March 31, 2025: ₹ 9,00,00,00,000 (Rupees Nine Hundred Crore).

- **Issued, subscribed and paid-up share capital Share Capital:**

The issued, subscribed and paid-up share capital of the Company as on 31<sup>st</sup> March, 2025: ₹ 5,69,90,96,450/- (Five Hundred Sixty Nine Crore Ninety Lakhs Ninety-Six Thousand Four Hundred and Fifty only).

During the FY 2024-2025, there was no change in the Authorized Share Capital of the Company whereas Paid-up Share Capital of the Company increased to ₹ 5,69,90,96,450. The equity shares of the Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE")

## 7. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

In line with Section 129(3) of the Act read with Companies (Accounts) Rules, 2014, the Listing Regulations and in accordance with Indian Accounting Standards, Consolidated Financial Statements (CFS) prepared by the Company includes financial information of the Subsidiary, Joint Venture and their contribution to the overall performance of your Company during the year under review. The statement containing the salient features of our subsidiaries in the prescribed form AOC-1 is appended as **Annexure-1** to the Director's Report and forms part of this report. The Statement provides the detailed performance of the Subsidiaries including associate company and Joint venture.

The company has 2 subsidiaries and 1 Joint Venture Company as on 31<sup>st</sup> March, 2025 as mentioned below:

1. MSP Cement Ltd - Wholly owned Subsidiary
2. Prateek Mines and Minerals Pvt Ltd - Subsidiary
3. Madanpur Southcoal company Ltd. - Joint Venture Company

Your Company has formulated a policy for determining 'Material Subsidiary', in terms of the Regulation 16(c) of the Listing Regulations, as amended from time to time. The said policy can be accessed on the Company's website at the link: <https://www.mspsteel.com/images/corporate-policies/POLICY-FOR-DETERMINING-MATERIALITY-OF-EVENTS.pdf>.

## 8. PUBLIC DEPOSITS

During the year ended 31<sup>st</sup> March, 2025, the Company had not accepted any public deposits and no amount on account of principal or interest in public deposits was outstanding as on 31<sup>st</sup> March, 2025.

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### 9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has disclosed the full particulars of the Loans given, Investments made, or Guarantees given or Security provided as required under Section 186 of the Companies Act, 2013, Regulation 34(3) and Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in the notes to financial statements forming part of the Annual Report. Investments made or Guarantees given or Security provided are within the limit as prescribed under Section 186 of the Companies Act, 2013.

### 10. CORPORATE GOVERNANCE

Your Company is committed to upholding the highest standards of corporate governance and ensuring full compliance with the corporate governance requirements as prescribed under the SEBI Listing Regulations.

A Certificate from the Secretarial Auditor confirming compliance with the conditions of corporate governance is annexed to the Report on Corporate Governance, which forms part of this Annual Report.

### 11. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

The Company does not fall under the top 1000 listed companies based on the market capitalization as on 31<sup>st</sup> December 2024. Therefore, the BRSR as stipulated under Regulation 34(2) (f) of the Listing Regulations is not applicable to the Company for the FY 2024-2025.

### 12. ANNUAL RETURN

As per Provision of Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copies of the Annual Return of the Company prepared in accordance with Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company and are accessible at the web-link <https://www.mspsteel.com/investors/annual-report-and-returns/annual-returns>

### 13. DIRECTORS & KEY MANAGERIAL PERSONNEL

Your Board of Directors comprises a balance mix of Executive as well as Non-Executive Directors including the women directors. Directors have rich experience and expertise across a range of fields

such as corporate finance, strategic management, accounts, legal, marketing, brand building, social initiative, general management, and strategy. All Independent Directors meet the criteria of independence as prescribed under section 149 (6) of the Companies Act, 2013. All other Directors are liable to retire by rotation as per the provisions of the Companies Act, 2013, except Independent Directors appointed to the Board.

- **Appointment/Re-appointment/Cessation of the Directors**

#### Appointment as Joint Managing Director:

The Board of Directors of the Company at its meeting held on 08<sup>th</sup> August, 2024, based on the recommendation of the NRC and based on his performance evaluation, and according to the provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 appointed Mr. Manish Agrawal as the Joint Managing Director with effect from 12<sup>th</sup> August, 2024 and the same has been approved in 55<sup>th</sup> AGM.

#### Re-appointment of Managing Director:

The Board of Directors of the Company at its meeting held on 08<sup>th</sup> August, 2024, based on the recommendation of the NRC and according to the provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 re-appointed Mr. Saket Agrawal as the Managing Director with effect from 14<sup>th</sup> November, 2024 for a period of five consecutive years and the same has been approved in 55<sup>th</sup> AGM.

#### Re-appointment of Independent Director:

The Board of Directors at its meeting held on 14<sup>th</sup> August 2024, based on the recommendation of the Nomination and Remuneration Committee, and based on her performance evaluation re-appointed Mrs. Suneeta Mohanty as Non-Executive Independent Director w.e.f., conclusion of 55<sup>th</sup> AGM and the same has been approved in 55<sup>th</sup> AGM.

#### Resignation of Independent Director:

Mr. Prateek Bansal resigned from the post of Independent Director of the Company with effect from 12<sup>th</sup> August 2024 due to other

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commitments. The Board places on record its appreciation for the invaluable contribution and guidance provided by him to the Company over the years.

## Cessation of Independent Director:

The Board of Directors at their meeting held on 14<sup>th</sup> August 2024, noted the cessation of Mr. Navneet Jagatramka and Mr. Ashok Kumar Soin, as Independent Directors of the Company w.e.f. the conclusion of 55<sup>th</sup> AGM, with respect to completion of their second and final term of five consecutive years.

## Appointment of Independent Director:

The Board of Directors at its meeting held on 8<sup>th</sup> August 2024, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Anubhav Goenka, Mr. Pranab Kumar Chakrabarty and Mr. Pramode Kumar Pandey as an Additional Director in the category of Non-Executive Independent Director w.e.f. 8<sup>th</sup> August 2024 and the same has been approved in 55<sup>th</sup> AGM.

### • Declaration by Independent Director

Pursuant to the provisions of Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations, the Independent Directors have submitted declarations that each of them meets the criteria of independence. There has been no change in the circumstances affecting their status as independent directors of the Company.

In the opinion of the Board, all Independent Directors possess requisite qualifications, experience, expertise and hold high standards of integrity required to discharge their duties with an objective independent judgment and without any external influence. The list of key skills, expertise and core competencies of the Board, including the Independent Directors, forms a part of the Corporate Governance Report of this Integrated Annual Report.

None of the Directors on the Board of your Company are disqualified for being appointed as a Director as specified under Section 164(2) of the Act read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules 2014 or applicable regulations of the Listing Regulations.

## Key Managerial Personnel

Key Managerial Personnel Pursuant to the provision of Section 2(51) and Section 203 of the

Act, read with Rules framed thereunder, the Key Managerial Personnel of the Company are Mr. Saket Agrawal – Managing Director; Mr. Manish Agrawal- Joint Managing Director; Mr. Kamal Kumar Jain – Chief Financial Officer; Ms. Shreya Kar – Company Secretary & Compliance Officer as on 31<sup>st</sup> March, 2025.

## 14. DETAILS OF BOARD AND COMMITTEE MEETINGS

### 1. Committees of the Board

In order to align the prospects of the Company with focused attention on the business and for better governance and accountability, the Board has constituted the Committee as required under Companies Act, 2013 and SEBI Listing Regulation.

The Details of the change in composition of the Committees, its term of reference and number of meetings held and attendance in the meetings during the FY 2024-2025, have been disclosed separately in the Corporate Governance Report section of this Annual Report.

### 2. Meetings of the Board of Directors & Independent Directors

During the year under review, 17 meetings of the Board of Directors were held. The details of the meetings of the Board of Directors of the Company held and attended by the Directors during the FY 2024-25 are given in the Corporate Governance Report forming part of this Integrated Annual Report.

The Independent Directors of the Company should meet at least once in the year pursuant to the requirements of Schedule IV of the Act and Regulation 25 of the Listing Regulations. Two meetings were held on 14<sup>th</sup> August 2024 & 13<sup>th</sup> February 2025 without the attendance of non-independent directors and members of the management.

## 15. BOARD EVALUATION

The Company has established a policy for evaluating the performance of the Board, its committees, and individual Directors, including both Non-executive and Executive Directors. It is considered good governance practice.

As per the evaluation process outlined by the NRC, the Board conducted its annual performance evaluation of the Board itself, its committees, and individual Directors. Additionally, the independent

## Board's Report (Contd.)

directors performed an annual evaluation of the Chairman, the non-independent directors, and the Board as a whole. The Chairman of each Committee presented the evaluation report to the respective Committee members. The Board then assessed the performance of each Committee based on these evaluation reports. A consolidated performance evaluation report was provided to the Chairman of the Board for his review and to offer feedback to each Director. The Evaluation process increases Board effectiveness and maximize strengths and tackle weaknesses.

### 16. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules and the disclosures relating to remuneration and other details, is annexed as **Annexure-3** to this report.

### 17. NOMINATION & REMUNERATION POLICY

In accordance with Section 178(3) of the Act and Regulation 19 of the Listing Regulations, the Company has implemented a Nomination & Remuneration Policy. This policy outlines the guiding principles, procedures, and criteria for the selection and appointment of Directors, Key Managerial Personnel, and Senior Management Personnel. It includes criteria for determining qualifications, positive attributes, the independence of Directors, and the remuneration of Directors, Key Managerial Personnel, Senior Management Personnel, and other Employees.

Details of the policy are included in the Report on Corporate Governance, which forms part of the Annual Report. The policy is also available on the Company's website at the following link: <https://www.mspsteel.com/about-us/corporate-policies>

### 18. CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility (CSR) Committee has been constituted in accordance with Section 135 of the Companies Act, 2013.

The Company is committed to enhancing the quality of life in communities through sustainable and inclusive CSR initiatives. Guided by our CSR Policy, the Company undertakes various activities aimed

at creating long-term value for all stakeholders. The key features of our CSR Policy are detailed in the Annual Report on CSR activities, which is annexed to the Board's Report. For more information, the full CSR Policy is available on our website.

A detailed report on the Company's CSR activities is annexed herewith as **Annexure-2** to the Board's Report. The CSR policy is available on the website of the Company at <https://www.mspsteel.com/images/corporate-policies/corporate-social-responsibility-policy.pdf>.

### 19. RISK MANAGEMENT

The company has a comprehensive Risk Management framework to proactively identify, assess, mitigate, minimize such expenses to the extent possible and assure business growth financial stability and establish a structured and intelligent approach to risk management in the Company. This framework encompasses strategic, operational, financial, and compliance-related risks, ensuring that the company maintains resilience in a dynamic business environment. Through regular risk assessments, implementation of control measures, and continuous monitoring, MSP Steel and Power Limited strives to safeguard its assets, uphold stakeholder interests, and ensure sustainable growth. Additional details on the Company's risk management process are provided in the Management Discussion & Analysis Report, which forms part of the Annual Report.

### 20. VIGIL MECHANISM/WHISTLE BLOWER

In compliance with the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations, the Company has implemented robust vigil mechanism which includes Whistle Blower Policy approved and adopted by Board of Directors of the Company to report safe and supportive workplace for all employees and associates and to avoid violation of the Company's Code of Conduct & Ethics.

The details of the Whistle Blower Policy are provided in the Corporate Governance Report and is also available at on the website of the Company at the web-link: <https://www.mspsteel.com/about-us/corporate-policies>

### 21. PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE

## Board's Report (Contd.)

Your company provides a safe and supportive workplace for all employees and associates. The Company strictly enforces a zero-tolerance policy towards sexual harassment. The Company is dedicated to promote equal employment opportunities and fostering a healthy environment free from prejudice, gender bias, and harassment at the Workplace. We uphold the principles of dignity and respect for all employees in every aspect of our operations.

In accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 ("POSH Act"), the Company has formulated a comprehensive Policy on Prevention of Sexual Harassment at Workplace across locations to redress complaints received regarding sexual harassment.

However, during the year under review in relation to Sexual Harassment of Women at Workplace (Prevention, Protection, and Redressal) Act, 2013 the Company:

- Number of sexual harassment complaints received: **NIL**
- Disposed off during the year: **NIL**
- The number of cases pending for a period exceeding ninety days: **NIL**

### 22. MATERNITY BENEFIT COMPLIANCE

The Company is in compliance with the provisions of the Maternity Benefit Act, 1961. All eligible female employees are granted maternity benefits in accordance with the provisions of the Act, including paid maternity leave, nursing breaks and protection from dismissal during maternity leave. No instances of noncompliances were observed during the review period.

### 23. PARTICULARS OF CONTRACTS AND ARRANGEMENT WITH RELATED PARTY TRANSACTIONS & POLICY

The Company would like to confirm that all related party transactions were reviewed and approved by the Audit Committee in accordance with the Company's Policy on Dealing with Materiality of Related Party Transactions, as well as the related party framework that the Company has formulated and adopted. The policy is available on the Company's website at Corporate Policies

All related party transactions which were in the ordinary course of business and on arm's length basis, of repetitive nature entered during the financial

year were approved by the Audit Committee. Hence, requirement of form AOC-2 pursuant to section 134(8) (A) of The Company's Act 2013 read with Rule 8(2) of the companies (Accounts) Rules, 2014 is not applicable to the company

Details of the related party transactions, as per Ind AS-24, have been disclosed in the notes to the standalone/consolidated financial statements forming part of the Annual Report 2024-2025. Additionally, disclosures of related party transactions on a consolidated basis, in the format specified by the relevant accounting standards, have been submitted to the stock exchanges. These disclosures can be accessed on the Company's website at <https://www.mspsteel.com/investors/stock-exchange-compliances/related-party-transaction>

### 24. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, Board of Directors of Company hereby confirms that:

1. **Financial Statements:** In the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March 2025, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any.
2. **Accounting Policies:** The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period.
3. **Internal Controls:** The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
4. **Going Concern:** The Directors had prepared the annual accounts on a going concern basis.
5. **Internal Financial Controls:** The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

## Board's Report (Contd.)

**6. Compliance with Laws:** The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### 25. SECRETARIAL STANDARDS

The Company has complied with all the applicable provisions of Secretarial Standard on Meetings of Board of Directors (SS-1), Revised Secretarial Standard on General Meetings (SS-2), issued by Institute of Company Secretaries of India.

### 26. LISTING ON STOCK EXCHANGES

The Company's shares are listed on Bombay Stock Exchange Limited and the National Stock Exchange of India Limited.

### 27. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The relevant information as required under sub-section (3)(m) of Section 134 the Act read with Companies (Accounts) Rules, 2014 are given in **Annexure-4** to the Board's Report.

### 28. AUDITORS & AUDITOR'S REPORT

#### Statutory Auditors

M/s. Singhi & Co., Chartered Accountants, Kolkata, (Firm Registration No. 302049E), Chartered Accountants, were appointed as Auditors of the Company, for a term of 5 (Five) consecutive years, at the 55<sup>th</sup> Annual General Meeting held on 17<sup>th</sup> September 2024 until the conclusion of the 60<sup>th</sup> Annual General Meeting of the Company.

They had further confirmed that their appointment, if made, would be within the limits prescribed under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for appointment. Accordingly, the proposal was placed in the 55<sup>th</sup> AGM held on 17<sup>th</sup> September, 2024 for their appointment as the Statutory Auditors of the Company.

The provisions regarding rotation of auditors outlined in Section 139 and are further detailed in the Companies (Audit and Auditors) Rules, 2014, are applicable to the Company financial year.

The Statutory Auditors' Report forms part of the Annual Report as an integral part, it does not contain any qualification, reservation or adverse remark for the year under review. There was no instance of fraud during the year under review to report to the Audit Committee and/or Board under Section 143(12) of Act and Rules framed thereunder.

#### Secretarial Auditor

Pursuant to the provisions of Section 204 of the Act and rules made thereunder, the Company had appointed M/s. Bajaj Todi & Associates, Practising Company Secretaries, (Membership Number ACS: 13216 COP: 3502) to undertake the Secretarial Audit of the Company for the FY 2024-25, based on consent received from M/s. Bajaj Todi & Associates.

The Secretarial Audit Report (MR-3) for the FY 2024-25 under the Act read with rules made thereunder and Regulation 24A of the Listing Regulations, is set out in **Annexure-5** to this Report. However, the report does not contain any qualification, reservation or adverse remarks.

#### Cost Auditor

The Company has maintained cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013. Mr. Sambhu Banerjee, Cost Auditor (Membership No. 9780), has carried out the cost audit for applicable products during the FY 2024-25.

The Board of Directors of the Company, on the recommendation made by the Audit Committee, have appointed Mr. Sambhu Banerjee, Cost Auditor (Membership No. 9780), as the Cost Auditors of the Company to conduct the audit of cost records of products for the FY 2024-25 which has been approved in the 55<sup>th</sup> AGM.

### 29. REPORTING OF FRAUD

The Auditors of the company have not reported any fraud as specified under Section 143(12) of the Act. Further, no case of Fraud has been reported to the Management from any other sources.

### 30. INTERNAL FINANCIAL CONTROL AND INTERNAL AUDIT SYSTEM AND THEIR ADEQUACY

The Company has adopted and implemented robust policies and procedures for ensuring the orderly and efficient conduct of its business. The framework has been meticulously designed to align with the size, scale, and complexity of our operations.

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Its primary objectives include safeguarding our assets, ensuring compliance with all relevant laws, preventing and detecting fraud, maintaining the accuracy and completeness of our accounting records, and ensuring the timely preparation of reliable financial disclosures.

The Company has documented its internal financial controls considering the essential components of various critical processes, both physical and operational. This includes its design, implementation and maintenance along with periodic internal review.

## 31. SIGNIFICANT AND MATERIAL ORDERS

There are no such significant or material orders passed by the regulators or courts or tribunals impacting the going-concern status of the company's operation in future.

## 32. INVESTOR SERVICES

The Company along with its Registrar M/S KFin Technologies Limited (KFintech) manages both physical and dematerialized(demat) work, as well as shareholder correspondence, in accordance with SEBI directives for a common Registrar and Share Transfer Agent. They have consistently strived to provide satisfactory service to our investors.

## 33. LISTING FEES

The listing fees payable for the FY 2024-2025 have been paid to Bombay Stock Exchange (BSE) and National Stock Exchange of India Limited (NSE) within due date.

## 34. AWARDS AND RECOGNITIONS

Your company has received recognition from several esteemed institutions, and we are proud to share some of the awards presented to us, during the year under review:

1. Green Pro Awards
2. QuPID Award 2024
3. Recognized with 4.25 Star rating CII Eastern region ENCON Award 2024
4. 03 Safety Circle Teams Bag Awards at CCQC Bhilai chapter.
5. Society of engineers and Managers Award.

6. Jombay WOW Workplace Award.
7. Recognised as 'Most Trusted Brands of India' by Marksmen daily

## 35. OTHER DISCLOSURES/REPORTING

- i) There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the FY 2024-25 and the date of this report.
- ii) There is no change in the nature of business of the Company during the year under review.
- iii) The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.
- iv) The Company has not issued any sweat equity shares to its directors or employees.
- v) There was no revision of financial statements and the Board's Report of the Company during the year under review.
- vi) No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable.
- vii) The requirement to disclose the details of difference between the amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.
- viii) The disclosure pertaining to explanation for any deviation or variation in connection with certain terms of a public issue, rights issue, preferential issue, etc. is not applicable to the Company.
- ix) The Company's securities were not suspended during the year under review.

## 36. ANNEXURES FORMING PART OF THIS REPORT

The Annexures referred to in this Report and other information which are required to be disclosed are annexed herewith and form part of this Report:

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Annexure	Particulars
1	FORM AOC-1
2	Corporate Social Responsibility for the F.Y. 2024-25
3	Statement of Disclosures on remuneration of directors and employees of the Company
4	Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo
5	Secretarial Audit Report

### 37. CAUTIONARY STATEMENT

Certain statements in the Directors' Report and the Management Discussion & Analysis (MD&A) section may constitute "forward-looking statements" within the meaning of applicable securities laws and regulations. These statements, which include projections, expectations, and forecasts regarding the Company's objectives, future performance, and strategies, are based on current beliefs and assumptions.

Actual results may differ materially from those expressed or implied due to various factors, including but not limited to:

- Global and domestic demand and supply conditions
- Selling prices of finished goods
- Availability and prices of inputs
- Changes in government regulations and tax laws
- Economic developments within the country and globally

The Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. Investors are cautioned not to place undue reliance on these statements.

### 38. ACKNOWLEDGEMENTS

Your directors extends its heartfelt appreciation to all employees for their unwavering dedication, hard work, and commitment throughout the year. The Board recognizes and values the passion, innovation, and resilience demonstrated by each member of the team. Your directors would also like to express their appreciation for the co-operation and assistance received from various authorities such as Government, banks and other financial institutions, our vendors, suppliers, customers and all other stakeholders during the year under review

For and behalf of the Board  
**MSP STEEL & POWER LIMITED**

Date: 25<sup>th</sup> August 2025  
 Place: Kolkata

**Suresh Kumar Agrawal**  
 DIN: 00587623  
 Chairman

**Saket Agrawal**  
 DIN: 00129209  
 Managing Director

# Annexure-1

## FORM AOC-1 AOC-1

(Pursuant to first proviso to sub - section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiaries / associate companies /joint ventures

### Part "A": Subsidiaries

(₹ In lakhs)

1	Name of the Subsidiary	MSP CEMENT LIMITED	PRATEEK MINES & MINERALS PRIVATE LIMITED
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	2024-25	2024-25
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Rupees	Rupees
4	Share Capital	58.07	8.95
5	Reserves & Surplus	-55.07	70.28
6	Total assets	124.84	160.88
7	Total liabilities	124.84	160.88
8	Investment	-	-
9	Turnover	Nil	Nil
10	Profit/(Loss) before taxation	(23.76)	(1.04)
11	Provision for taxation	-	0.24
12	Profit after taxation	(23.76)	(1.28)
13	Proposed Dividend	Nil	Nil
14	% of Shareholding	100%	63.69%

### Part "B": Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(₹ In lakhs)

Name of Associates/ Joint Ventures	MADANPUR SOUTH COAL COMPANY LTD
<b>REPORTING CURRENCY</b>	RS.
1. Latest audited Balance Sheet Date	March 31, 2025
2. Shares of Associate/ Joint Ventures held by the company on the year end	
Number	94,427
Amount of Investment in Associates / Joint Ventures	131.96
Extend of Holding %	14.90%
3. Description of how there is significant influence	Joint Venture
4. Reason why the associates/ joint venture is not consolidated	NA
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	89.03
6. Profit / Loss for the year	
i. Considered in Consolidation	5.03
ii. Not Considered in Consolidation	Nil

### For and on behalf of the Board of Directors

**Suresh Kumar Agrawal**  
Chairman  
(DIN: 00587623)

**Saket Agrawal**  
Managing Director  
(DIN: 00129209)

**Kamal Kumar Jain**  
Chief Financial Officer

**Shreya Kar**  
Company Secretary

Date: 25<sup>th</sup> August 2025  
Place: Kolkata

# Annexure-2

## Corporate Social Responsibility for the F.Y. 24-25 (Pursuant to Section 135 of the Companies Act, 2013)

**1. Brief outline on CSR Policy of the Company:** Corporate Social Responsibility is a process whereby the Company integrates social and environmental concerns in their business operations in a way through which a Company achieves a balance of social, economic and environmental imperatives and at the same time meets up to the expectations of stakeholders and enhances shareholders' value.

Your Company understands the need to promote social well-being of the weaker section of the society. As a part of initiative under Corporate Social Responsibility the Company has undertaken various projects to promote health, growth development and education in the rural areas.

The CSR Policy of the Company is available at: [www.mspsteel.com](http://www.mspsteel.com)

**2. Composition of CSR Committee:**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Pradip Kumar Dey	Chairman	1	1
2	Mr. Saket Agrawal	Member	1	1
3	Mr. Suneeta Mohanty	Member	1	1

**3.** Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company at [www.mspsteel.com](http://www.mspsteel.com)

**4.** Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable

**5.** Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (₹ in Lakhs)	Amount required to be set-off for the financial year, if any (₹ in Lakhs)
1	2021-2022	160.82	0
2	2022-2023	194.38	0
3	2023-2024	236.47	0
<b>TOTAL</b>		<b>591.67</b>	

**6.** Average net profit of the company as per section 135(5): -189.08 Lakhs

**7.** (a) Two percent of average net profit of the company as per section 135(5): -3.78 Lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil

(c) Amount required to be set off for the financial year, if any: Nil

(d) Total CSR obligation for the financial year (7a+7b-7c): Nil

**8. (a) CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year (₹ in Lacs)	Amount Unspent (in ₹)			
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)	
	Amount.	Date of transfer	Name of the Fund	Amount.
₹ 156.86 Lakhs	NOT APPLICABLE			

**(b) Details of CSR amount spent against ongoing projects for the financial year:** NOT APPLICABLE

(1) Sl. No.	(2) Name of the Project.	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.		(6) Project duration.	(7) Amount allocated for the project (in ₹)	(8) Amount spent in the current financial Year (in ₹)	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	(10) Mode of Implementation-Direct (yes/No).	(11) Mode of Implementation-Through Implementing Agency	
				State	District						Name	CSR Registration number.
NOT APPLICABLE												

**(c) Details of CSR amount spent against other than ongoing projects for the financial year:**

(1) Sl. No.	(2) Name of the Project.	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.		(8) Amount spent in the current financial Year (in ₹)	(10) Mode of Implementation-Direct (yes/No).	(11) Mode of Implementation-Through Implementing Agency	
				State	District			Name	CSR Registration number.
1.	promoting education, including special education	(ii)	YES	Chhattisgarh	Raigarh	1,05,38,440			
2.	Promoting health care including preventive health care and sanitation	(i)	YES	Chhattisgarh	Raigarh	21,02,177			
3.	ensuring environmental sustainability	(i)	YES	Chhattisgarh	Raigarh	15,76,449			
4.	promote nationally recognized sports	(iv) & (v)	YES	Chhattisgarh	Raigarh	6,24,000			
5.	rural development projects	(i)	YES	Chhattisgarh	Raigarh	5,89,830			
6.	measures for reducing inequalities faced by socially and economically backward groups.	(iv) & (v)	YES	Chhattisgarh	Raigarh	1,33,486			
7.	empowering women	(iv) & (v)	YES	Chhattisgarh	Raigarh	1,22,000			
<b>TOTAL</b>				<b>1,56,86,382</b>					

- (d) Amount spent in Administrative Overheads- Nil
- (e) Amount spent on Impact Assessment, if applicable – Not Applicable
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 156.86 Lakhs

**(g) Excess amount for set off, if any**

Sl.No.	Particular	Amount (₹ in Lacs)
(i)	Two percent of average net profit of the company as per section 135(5)	Nil
(ii)	Total amount spent for the Financial Year	156.86
(iii)	Excess amount spent for the financial year [(ii)-(i)]	156.86
(iv)	Surplus arising out of the CSR projects or programmes or Activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	156.86

**9. (a) Details of Unspent CSR amount for the preceding three financial years: NA**

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Amount spent in the Reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	

**(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NA**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in Which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the project - Completed /Ongoing

**10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)**

- (a) Date of creation or acquisition of the capital asset(s) -None
- (b) Amount of CSR spent for creation or acquisition of capital asset- Nil
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc: Not Applicable
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

**11. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5)- Not Applicable**

For MSP Steel & Power Ltd

**Pradip Kumar Dey**  
Chairman  
CSR Committee

**Saket Agrawal**  
Member  
CSR Committee

# Annexure-3

## Statement of Disclosure under section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(₹ in Lakhs)

Director	Designation	Remuneration in 2024-25	Remuneration in 2023-24	% increase in remuneration in the FY 24-25	Ratio of Remuneration of each Director to median remuneration of employees
Saket Agrawal	Managing Director	102	59.57	71.23	102.00:6.30
Suresh Kumar Agrawal	Chairman- Non Executive Director	108	56.93	89.71	108.00:6.30
Manish Agrawal	Non-Executive Director	78	56.22	38.74	78.00:6.30
Pradip Kumar Dey	Non-Executive Director	Nil	Nil	Nil	0:6.30
Pramode Kumar Pandey	Non-Executive Independent Director	1.50	Nil	Refer point. No. ii	Nil
Pranab Kumar Chakraborty	Non-Executive Independent Director	1.50	Nil	Refer point. No. ii	Nil
Suneeta Mohanty	Non-Executive Independent Director	1.50	Nil	Refer point. No. ii	Nil
Anubhav Goenka	Non-Executive Independent Director	1.50	Nil	Refer point. No. ii	Nil
Prateek Bansal	Non-Executive Independent Director	Nil	Nil	Refer point. No. iii	Nil
Navneet Jagatramka	Non-Executive Independent Director	Nil	Nil	Refer point. No. iii	Nil
Ashok Kumar Soin	Non-Executive Independent Director	Nil	Nil	Refer point. No. iii	Nil
Kamal Kumar Jain	Chief Financial Officer	44.99	38.97	15.45	Not Applicable
Shreya Kar	Company Secretary	12.75	10.74	18.72	Not Applicable
<b>Total</b>		<b>345.74</b>	<b>222.43</b>	<b>233.84</b>	

i. The aforesaid details are calculated on the basis of remuneration for the financial year 2024-25 and includes commission and sitting fees paid to Directors during the said financial year.

### ii. Existing Non-Executive Independent Director:

- The Board of Directors at its meeting held on 14<sup>th</sup> August 2024, based on the recommendation of the Nomination and Remuneration Committee, and based on their performance evaluation re-appointed Mrs. Suneeta Mohanty as Non-Executive Independent Director w.e.f., conclusion of 55<sup>th</sup> AGM and the same has been approved in 55<sup>th</sup> AGM.
- The Board of Directors at its meeting held on 8<sup>th</sup> August 2024, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Anubhav Goenka, Pranab Kumar Chakrabarty and Pramode Kumar Pandey as an Additional Director in the category of Non-Executive Independent Director w.e.f., 8<sup>th</sup> August 2024 and the same has been approved in 55<sup>th</sup> AGM.

### iii. Retired Non-Independent Directors

- Mr. Prateek Bansal resigned from the post of Independent Director of the Company with effect from 12<sup>th</sup> August 2024 due to other commitments. The Board places on record its appreciation for the invaluable contribution and guidance provided by him to the Company over the years.
- The Board of Directors at their meeting held on 14<sup>th</sup> August 2024, noted the cessation of Mr. Navneet Jagatramka and Mr. Ashok Kumar Soin, as Independent Directors of the Company w.e.f. the conclusion of 55<sup>th</sup> AGM, with respect to completion of their second and final term of five consecutive years.

- iv. The median remuneration of employees of the Company during the financial year was approximately Rs. 6,30,984/-
- v. There has been increase in the median remuneration as compared to the previous year.
- vi. There were 1236 permanent employees on the payroll of Company as on March 31, 2025;
- vii. Average percentage increase made in the salaries of employees other than the managerial personnel in FY 2024-25 is 14.79%
- viii. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel, and other employees.

# Annexure – 4

## Conservation of Energy, Research & Development, Technology Absorption, Foreign Exchanges Earning & Outgo:

Pursuant Section 134(3) (m) of the Companies Act, 2013 read with relevant Rule 8(3) of Companies (Accounts) Rules, 2014 Conservation Of Energy, Technology Absorption, Foreign Exchange Earnings & Outgo relating to the financial year ended 31<sup>st</sup> March, 2025 are as follows:

### A. Conservation of energy-

In FY 2024-25, in sync with MSP Steel's sustainability vision and goals, the Company continued to focus on energy efficiency measures. The Company deployed several initiatives and technological interventions to conserve energy and use renewable sources of energy. The Company is always conscious about the need for energy conservation. Continuous monitoring optimization of energy conservation is undertaken at plant level.

1. **Prevention/minimization** - Preventing wastage/minimization of energy usage by relentless optimization of process parameters to achieve lower values of fuel / energy consumption.
2. **Improving Recovery** - deploying innovative methods of recovering higher amounts of unused fuel heat in various process exhausts / recovery systems.

#### i. Steps taken for conservation of energy:

##### **Chhattisgarh**

- CPP-1 Boiler Feed pump operational optimization (instead of 5 BFP, 4 BFP are in operational) to reduce energy consumption
- Three separate coal conveyor converted into single conveyor to optimize energy.
- New upgraded FD implementation in FD Fan-1&2 in Boiler no-5
- Conventional motor replaced with IE3 Motor in CPP-1 belt conveyor
- CPP-1 Control room packaged AC duct modification with auto damper control system to optimize office room temperature and hence reduce AC power consumption.

- Two Poclain and one Loader converted HSD based operation to electric based operation.
- Pellet Plant-2 Cooler Car area groove length increased to improve waste heat recovery from Cooler and hence reduce coal consumption
- Specific Energy Consumption improvement by modification of Kiln inclination in Pellet Plant-1
- Cooling jacket height modification to increase steam generation from PGP-4& 8, hence steam demand from Boiler reduced.
- Clarified pump pulley modification to optimize energy consumption in Beneficiation plant-1
- VFD implementation in Kiln-1&2 ABC pump-1&2 in CPP-1
- Kiln-1&2 Separation (Kiln Discharge material) fully diverted to Kiln-3&4 which result two bag filters permanently stopped, hence result energy saving
- Implementation of lower size pump in Billet heater Transformer for Oil Cooling jacket in RMS Division
- Power factor improvement to reduce cable loss (energy loss) in RMS and TMT division
- Optimization radiation loss by recasting with Microporous ceramic board in Kiln-2&4 in Sponge Iron division.
- Energy efficient LED lights in place of conventional lights

#### ii. Steps taken by the company for utilizing alternate sources of energy:

##### **Chhattisgarh**

During FY 2024-25, MSP used Rice husk as fuel (blending with Coal and Char) in boilers. Company has already installed 4 waste heat recovery Boilers (WHRB) of capacity 39.2 TPH X 2, One 40TPH and one 40TPH. Waste heat produced from the Sponge Iron Kiln is recovered in WHRB.

Two Poclain and one Lodder converted HSD based operation to electric based operation.

### iii. Capital investment on energy conservation equipments:

Sl. No.	Particulars	₹ Lakhs
<b>Chhattisgarh</b>		
1.	Cost of VFD for Boiler-5 FD Fan	14.16
2.	CPP Belt Conveyor IE3 Motor	1.11
3.	Cost of Packaged AC Auto Damper control	0.11
4.	Motor, Control panel and cable for EV Poclain and Loader	33
5.	Cost of material for Kiln	205.6
6.	Pellet PGP Cooling jacket modification	24.9
7.	Cost of Capacitor bank and Panel	5.4
8.	Cost of VFD for Kiln-1&2 ABC Pump-1&2	2.6

## B. Research and Development-

### Chhattisgarh

#### i. Specific areas in which R&D activities were carried out by the company:

Research and Development (R&D) activities at MSP Steel involves new Process and Product development, process improvements for maximisation of quality, cost and energy optimisation, waste utilisation and conservation of natural resources.

The key focus includes:

- Optimising of resource utilisation.
- Quality & productivity improvements and cost optimization through process efficiency improvements.
- Product development, customization, and new applications.
- Recycling and reuse of process waste and conservation of natural resources.
- Developing technology for treating low grade iron ores, dry beneficiation of iron ores, and demonstration of pilot scale facilities.
- New application developments and promotion of slag usage in the country.
- New process technology development for process intensification and productivity.
- Usage of small pieces of scrap instead of large size scrap in SMS to reduce power consumption as well as production improvement.
- Usage of Rice husk blending with coal and Char in Boilers
- Online equipment conditioned monitoring to check Vibration, Temperature, Noise in desktop as well as Mobile App.

- Online effluent quality monitoring system for monitoring PH, TSS, COD & BOD
- Weighbridge Automation
- Online SO2 Monitoring system in Pellet plant
- Waste heat recovery based power generation from Pellet plant Cooler
- HSD to EV for Poclain and loader machine

#### ii. Benefits derived as a result of R&D efforts:

- Developed fly ash binder (fly ash more than 55%) for interior wall plaster.
- Utilize Fly ash in combination of cement in brick making with desired compressive strength.
- Developed machine learning based for real-time monitoring at Pellet Plant enabling real-time monitoring of critical process parameter.
- Online Equipment condition monitoring provide alarm if any deviation occurs from the set value.
- Online effluent quality monitoring system (EQMS) provide better quality of recycled water for inhouse usages.
- Weighbridge automation provide quickly access the data and decreases process time in weighbridge.
- HSD consumption reduce for material loading in Pellet and SID division as Loader and Poclain operates with electricity.

#### iii. The expenditure incurred on Research and Development:

The Company has incurred approximately ₹ 32 lakh expenditure mainly for Weighbridge Automation, online Conditioned monitoring and EQMS so far.

### C. Technology absorption-

#### Chhattisgarh

- i. **the efforts made towards technology absorption:** No major technology has been adopted by the Company during the year.
- ii. **the benefits derived like product improvement, cost reduction, product development or import substitution:** N.A
- iii. **in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) -**
  - a. the details of technology imported: N.A
  - b. the year of import: N.A

c. whether the technology has been fully absorbed;

d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof:

### D. 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 outflows.

Particulars	24-25	23-24
Foreign Exchange Earned	-	-
Foreign Exchange Used	495.05	12,285.99

**SECRETARIAL AUDIT REPORT****for the financial year ended 31<sup>st</sup> March 2025**

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

To,  
The Members,  
**MSP Steel and Power Limited**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MSP Steel and Power Limited** (hereinafter called "the Company").

Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> 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:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2025, according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and the rules made thereunder.
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
  - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
    - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. 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;
  - d. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
2. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) were not applicable to the Company under the financial year under report:
  - a. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - b. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - c. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
  - d. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
3. The Company is in the business of manufacturing of steel & sponge iron. The following Acts, over and above other laws etc., are applicable to the Company:
  - Indian Contract Act, 1872
  - Factories Act, 1948
  - Income Tax Act, 1961 and Indirect Tax Laws
  - Hazardous Wastes (Management and Handling) Rules, 1989 and Amendment Rules, 2003
  - Environment Protection Act, 1986 and other Environmental Laws.
  - All applicable Labour Laws

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement(s) entered into by the Company with Stock Exchange(s) as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

5. As per the information and explanations provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we report that under the provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder, there were no External Commercial borrowings made, Foreign Direct Investment received, Overseas Direct Investment by Residents in Joint venture/Wholly Owned Subsidiary abroad received, during the financial year under report.

6. During the financial year under report, the Company has complied with the provisions of the Companies Act, 2013 and the Rules, Regulations, Guidelines, Standards, etc., mentioned above.

7. As per the information and explanations provided by the company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument under the financial year under report.

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

9. We further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors.
- (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

10. We further report that:

(a) The Company had passed a special resolution at its 48<sup>th</sup> Annual General Meeting duly convened on 23-September-2017 approved the conversion, issue and allotment of a part of existing debt of the Banks and Financial Institutions to Optionally Convertible Debentures (hereinafter "OCDs") in one or more tranches pursuant to the implementation of the Scheme for Sustainable Structuring of Stressed Assets for Company by its lenders.

During the year under review, the holders of Optionally Convertible Debentures (OCDs) exercised their option to convert the said OCDs into equity shares of the Company. Accordingly, the following allotments were made at a premium, based on the valuation reports provided by the Registered Valuer duly appointed by the Company, as detailed below: -

Date of Allotment	No. of Equity Shares Allotted	Amount per Share		Total Amount (₹)
		Face Value (₹)	Premium (₹)	
16/09/2024	96099913	10	25	33,63,49,6955
20/09/2024	5975471	10	25	20,91,41,485
31/12/2024	38075552	10	28.06	1,44,91,55,509.12
31/03/2025	4671272	10	30.5	18,91,86,516

The process of conversion was carried out in compliance with the and applicable provisions of the Companies Act, 2013 relevant rules made thereunder; The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the relevant forms were duly filed with MCA and other authorities.

(b) During the year under review the Company has allotted 3,65,59,437 (Three Crore Sixty-Five Lakhs Fifty-Nine Thousand Four Hundred and Thirty-Seven only) Equity Shares of ₹ 10 (Rupees Ten) each at a premium of ₹ 25 (Rupees Twenty-Five only) amounting to ₹ 1,27,95,80,295 (One hundred twenty-seven crore ninety-five lakh eighty thousand two hundred ninety-

five only) on preferential basis pursuant to approval from members of the Company on 17-September-2024 for conversion of unsecured loan provided by companies belonging to the Promoter Group. The price per share was as per the Valuation report provided by the Registered Valuer appointed by the Company.

The process of conversion was carried out in compliance with the and applicable provisions of the Companies Act, 2013 relevant rules made thereunder; The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the relevant forms were duly filed with MCA and other authorities.

11. We further report that during the audit period there has been changes in the Directorships of the Company:

- Mr. Pramode Kumar Pandey was appointed as Independent Director of the Company with effect from 08-August-2024
- Mr. Pranab Kumar Chakrabarty was appointed as Independent Director of the Company with effect from 08-August-2024.

- Mr. Anubhav Goenka was appointed as Independent Director of the Company with effect from 08-August-2024
- Mr. Ashok Kumar Soin resigned from the office of Director of the Company with effect from 17-September-2024.
- Mr. Navneet Jagatramka resigned from the office of Director of the Company with effect from 17-September-2024.

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

**For Bajaj Todi & Associates****(Swati Bajaj)**

Partner  
C.P.No.: 3502, ACS:13216

Place: Kolkata  
Date: 10-June-2025

**'Annexure A'**

To,

The Members

**MSP Steel and Power Limited**

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

**MANAGEMENT'S RESPONSIBILITY**

1. Maintenance of the Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

**AUDITOR'S RESPONSIBILITY**

2. We 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 a test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.

**DISCLAIMER**

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our 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 Bajaj Todi & Associates**

**(Swati Bajaj)**

Partner

C.P.No.: 3502, ACS:13216

Place: Kolkata

Date: 10-June-2025

# Report on Corporate Governance

## 1. Our Philosophy on code of corporate governance

Corporate Governance is the framework integrated with our core values of integrity, innovation, teamwork, excellence.

The company considers its stakeholder as a part of its success; the essence of our corporate governance is transparency & accountability. We are focused toward maximizing the value of customers, employee suppliers, shareholders & local communities. We believe sound governance is based on trust & relationships we create.

Our Board comprises of the Board of Directors, and various committees who play the crucial role in shaping the Company's strategies, regularly assessing performance, and ensuring the targets and objectives are consistently achieved.

### Code of Conduct

The Company has a strong legacy of fair, transparent and ethical governance practices. The Code has been communicated to the Directors and the members of the Senior Management. The Company has also adopted a Code of Conduct for Non-Executive Directors of the Company. All Board members and senior management have confirmed compliance with the Code for the year ended March 31, 2025. The Annual Report contains a declaration to this effect signed by the Managing Director and CFO of the Company.

### Code of Practices and Procedures for Fair Disclosure and Conduct

In compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has framed a Code for Prevention of Insider Trading & Code of Corporate Disclosure Practices ("Insider Trading Code") based on the principle that Directors, Officers, and Employees of the Company owe a fiduciary duty to the members of the Company to place the interest of the members above their own and conduct their personal securities transactions in a manner that does not create any conflict of interest situation. The Insider Trading Code also seeks to ensure timely and adequate disclosure of Price Sensitive Information to the investors by the Company to enable them to take informed investment decisions with regard to the Company's securities. The Chief Financial Officer of the Company is responsible for implementation of the Code.

## 2. Board of Directors

Our Board management plays a decisive role in the success of our organization. As we know effective board management is essential for strategic planning, decision-making, and ensuring proper governance.

Our board consist of proficient and diverse individuals; they bring a wealth of expertise and strategic guidance to our organization.

Our Board is focused towards the vision and mission of the company they review, the performance and provide valuable insights, that drive the company toward its goal.

### a) Size and Composition of Board

Our Company is committed to upholding the highest standards of corporate governance in accordance with applicable laws and regulations.

In compliance with Regulation 17 of The Listing Regulations read with Section 149 and Section 152 of the Act, our Board of Directors maintain an optimal composition of executive, non-executive, and independent directors to ensure balanced decision-making. The Board also conducts regular meetings and oversees the Company's governance framework to uphold transparency and accountability.

As of March 31, 2025, the Board of Directors comprises of 8 Directors, out of which two are Executive Directors, two are Non-Executive Non-Independent Directors and four are Non-Executive Independent Directors including a women Director. The Board periodically evaluates the need for change in its composition and size. Detailed profile of our directors is available on our website at <https://www.mspsteel.com/about-us/board-of-directors>.

### (b) Board Meetings & Procedures

The Company Secretary attends all the meetings of the Board and its Committees to advise and assure on compliance with applicable laws and governance principles.

The necessary quorum was present for all the meetings.

# Report on Corporate Governance (Contd.)

**Board Composition and attendance at Board Meetings and Last Annual General Meeting and particulars of other Directorships, Chairmanships/Memberships:**

Name of the Director	Category	No. of Board Meeting Attended during the FY 2024-2025	Whether attended last AGM held on 17 <sup>th</sup> September, 2024	Number of Directorship in other public Companies (listed and unlisted excluding MSPL) <sup>1</sup>	No. of Committee Memberships and Chairmanship in other Companies <sup>2</sup>		Directorship in Other Listed Entity and category of Directorship
					Chairman	Member	
Mr. Suresh Kumar Agrawal DIN: 00587623	Chairman/ Non-Executive Director	10/17	Yes	1	NIL	NIL	Howrah Gases Limited (Managing Director/ Executive Director)
Mr. Saket Agrawal DIN: 00129209	Managing Director/ Executive Director	15/17	Yes	NIL	NIL	NIL	-
Mr. Manish Agrawal <sup>4</sup> DIN: 00129240	Joint Managing Director/ Executive Director	11/17	Yes	1	NIL	1	Danta Vyapar Kendra Ltd (Non-Executive Director)
Mr. Pradip Kumar Dey DIN: 00587842	Non-Executive Non-Independent Director	14/17	Yes	NIL	NIL	NIL	-
Mrs. Suneeta Mohanty DIN: 08398436	Non-Executive Independent Director	11/17	YES	1	NIL	1	Howrah Gases Limited (Independent Director)
Mr. Navneet Jagatramka <sup>5</sup> DIN: 01579357	Non-Executive Independent Director	3/17	No	NIL	NIL	NIL	-
Mr. Ashok Kumar Soin <sup>5</sup> DIN: 02986145	Non-Executive Independent Director	2/17	No	NIL	NIL	NIL	-
Mr. Prateek Bansal <sup>5</sup> DIN: 01836662	Non-Executive Independent Director	3/17	No	NIL	NIL	NIL	-
Mr. Anubhav Goenka <sup>3</sup> DIN: 00543736	Non-Executive - Independent Director	13/17	Yes	NIL	NIL	NIL	-

## Report on Corporate Governance (Contd.)

Name of the Director	Category	No. of Board Meeting Attended during the FY 2024-2025	Whether attended last AGM held on 17 <sup>th</sup> September, 2024	Number of Directorship in other public Companies (listed and unlisted excluding MSPL) <sup>1</sup>	No. of Committee Memberships and Chairmanship in other Companies <sup>2</sup>		Directorship in Other Listed Entity and category of Directorship
					Chairman	Member	
Mr. Pranab Kumar Chakrabarty <sup>3</sup> DIN: 07924042	Non-Executive – Independent Director	13/17	YES	1	1	NIL	Beekay Steel Industries Ltd (Non-Executive – Independent Director)
Mr. Pramode Kumar Pandey <sup>3</sup> DIN:10714970	Non-Executive – Independent Director	13/17	YES	NIL	NIL	NIL	–

### Notes: –

1. Excludes directorship in MSP Steel & Power Limited. Also excludes directorship in private companies, foreign companies, companies incorporated under Section 8 of the Act and alternate directorships.
2. For considering the limit of Committee membership and chairmanship of a director, membership and chairmanship of Audit Committee and Stakeholders Relationship Committee of public companies/ public listed have been considered. Also excludes the membership & chairmanship in MSP Steel & Power Limited.
3. Mr. Pramode Kumar Pandey, Mr. Pranab Kumar Chakrabarty & Mr. Anubhav Goenka had been appointed as non-executive independent Director on 8<sup>th</sup> August 2024. Their appointments were ratified by Shareholders vide passing of special resolution in Annual General Meeting Held on 17<sup>th</sup> September 2024.
4. Appointment of Mr. Manish Agarwal as Joint Managing director was made in the Board Meeting held on 8<sup>th</sup> August 2024 effective from 12<sup>th</sup> August 2024, subject to shareholders approval, in the AGM held on 17<sup>th</sup> September, 2024
5. Resignation of Mr. Prateek Bansal from his directorship as on 12<sup>th</sup> August, 2024 due to preoccupation and unavoidable circumstances as he was not able to devote his time to the affairs of the Company. Also, Cessation of Mr. Ashok Kumar Soin & Mr. Navneet Jagatramka from their Directorship as on 17<sup>th</sup> September, 2024 due to Completion of their tenure as independent director pursuant to Section 149(6) of Companies Act 2013.

### c) Board Meetings and Attendance – FY 2024-25

During the financial year 2024-25, the Board of Directors actively engaged in strategic decision-making and governance, convening 17 board meetings. This exceeds the statutory requirement of four meetings per year, ensuring robust discussions on key business matters. All meetings were conducted in person, fostering effective deliberations and collaborative decision-making. The interval between consecutive meetings was maintained within the permissible limit of 120 days.

# Report on Corporate Governance (Contd.)

## Board Meeting Schedule & Attendance

The attendance of directors during the meetings was consistently strong, reflecting their commitment to corporate oversight. Below is a summary of the board meetings held throughout the year:

Date	Board Strength	Directors Present
29-05-2024	8	7
08-07-2024	8	7
08-08-2024	11	9
14-08-2024	10	10
21-08-2024	8	8
03-09-2024	8	6
07-09-2024	8	5
13-09-2024	8	5
14-09-2024	8	5
16-09-2024	8	5
20-09-2024	8	5
14-11-2024	8	6
24-12-2024	8	7
31-12-2024	8	8
24-01-2025	8	3
13-02-2025	8	8
31-03-2025	8	4

## d) Board Governance and Procedures

The Board follows a structured approach to meetings, ensuring informed and efficient decision-making:

- Meetings are convened at **regular intervals** to discuss business strategies, financial results, and key operational decisions.
- At least **one meeting per quarter** is held to review financial statements and other agenda items.
- Additional meetings are organized based on **specific business requirements**.
- The agenda is carefully planned, categorizing items for **approval** and **review**, allowing for focused discussions.

- Any clarifications or queries regarding the agenda are addressed **before the meeting**, ensuring seamless deliberations.

By maintaining a **proactive governance framework**, the Board continues to uphold its commitment to **transparency, accountability, and strategic leadership**.

## e) Disclosure of Inter-se Relationship Between Directors

As per Section 2(77) of the Companies Act, 2013, none of the Directors are related to each other except Mr. Suresh Kumar Agrawal, Chairman and Non-Executive Director, who is the father of Mr. Saket Agrawal, Managing Director of the Company and paternal uncle of Manish Agrawal, the Joint Managing Director of the Company. However, as per section 2(77) Manish Agrawal is not related to Suresh Kumar Agrawal

## f) Shareholding of Non-Executive Directors (As of 31st March 2025)

The shareholding details of Non-Executive Directors are as follows:

SL No.	Name of the Directors	Category	Equity Shares Held	% to Paid-up Share Capital
1	Mr. Suresh Kumar Agrawal*	Non-Executive, Non-Independent Director	1,66,120	0.00%
2	Mr. Pradip Kumar Dey	Non-Executive, Non-Independent Directors	Nil	Nil

Note: No Non-Convertible Instruments are held by Non-Executive Directors. \* Include shares held by Suresh Kumar Agrawal HUF.

# Report on Corporate Governance (Contd.)

## g) Separate Meeting of Independent Directors

In compliance with **Schedule IV (under point VII) of the Companies Act, 2013**, the Listing Regulations, and **SS - 1**, the Independent Directors conducted two exclusive meetings without the attendance of Non-Independent Directors and management.

These meetings were, held on **14<sup>th</sup> August 2024 and 13<sup>th</sup> February 2025**, & provided a platform for Independent Directors to deliberate on key governance matters. All Independent Directors attended the meeting.

## h) Familiarisation Program for Independent Directors

The Company has established a **comprehensive induction and familiarisation program** to ensure that Independent Directors gain an in-depth understanding of the organization's operations, management framework, and industry landscape.

This program includes:

- **Interaction sessions** with Executive Directors, Senior Management, and Business Unit Heads.

- **Site visits** to company facilities and plant locations.
- **Detailed briefings** on governance, business strategy, and compliance aspects.

Further details of the **Familiarisation Program for Independent Directors** are available on the Company's website: <https://www.mspsteel.com/about-us/corporate-policies>.

## i) Core Skill/Expertise/Competencies of Board of Directors

The Board of Directors plays a vital role in shaping the company's success. Their expertise covers key areas like industry knowledge, financial analysis operations, and supply chain management. They ensure regulatory compliance, manage risks, and drive market growth. Innovation in technology, sustainability, and ESG principles is essential for staying competitive. Strong governance, ethical leadership, and a commitment to health, safety, and environmental standards help build a responsible business.

Skills & Expertise	Directors Name
Leadership qualities & General Management Experience. Financial Analysis, Taxation, audit, banking insurance, investment, treasury, and internal control	Suresh Kumar Agrawal, Pradip Kumar Dey Suresh Kumar Agrawal, Manish Agrawal, Saket Agrawal, Pranab Kumar Chakrabarty, Anubhav Goenka
Corporate Governance, Companies Act and Listing regulation	Pradip Kumar Dey, Suneeta Mohanty, Pranab Kumar Chakrabarty, Anubhav Goenka
Industrial experience, infrastructure and railway In India as well as international	Suresh Kumar Agrawal, Manish Agrawal, Saket Agrawal, Pramode Kumar Pandey
Interpersonal relations, human resource, management, communication, CSR, and ESG	Saket Agrawal, Pradip Kumar Dey, Suneeta Mohanty, Suresh Kumar Agrawal
Information Technology	Manish Agrawal, Anubhav Goenka, Pranab Kumar Chakrabarty
Strategy and decision Making	Pranab Kumar Chakrabarty Suresh Kumar Agrawal, Saket Agrawal

## j) Fulfilment Of the Independence Criteria by the Independent Directors:

The Independent Directors of the company, confirm that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Companies Act, 2013 and that they are Independent of the management.

In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have

confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated which could impair or impact their ability to discharge their duties.

Further the Independent Directors have included their names in the Director's data base maintained with Indian Institute of Corporate Affairs in terms of Section 150 of the Companies Act, 2013 read with rule 6 of the Companies (Appointment of Qualification of Directors) Rules, 2014.

# Report on Corporate Governance (Contd.)

## k) Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 read with the SEBI Listing Regulations, a Board Evaluation Framework has been approved by the Nomination and Remuneration Committee (NRC) and the Board.

The Board carried out an annual performance evaluation of the Independent Directors individually as well as of the Board. The performance evaluation of the Executive and Non-Executive Directors, including Chairperson and Board of Directors was carried out by the Independent Directors. The purpose of the Board evaluation is to achieve persistent and consistent improvement in the governance of the Company at the Board level with the participation of all concerned in an environment of harmony. The Board acknowledges its intention to establish and follow best practices in Board Governance in order to fulfil its fiduciary obligation to the Company. The Board believes that the evaluation will lead to a closer working relationship among the Board members, greater efficiency in the use of the Board's time and increased effectiveness of the Board as a governing body.

The Directors expressed their satisfaction with the evaluation process.

## 3) Committees of Board of Directors

Our board Currently consist of four Committees:



### i) Audit Committee:

The Audit Committee has been formed with a view to provide assistance to the board in fulfilling the Board's responsibilities.

The Audit Committee operates under the provisions of **Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) and Section 177 of the Companies Act, 2013**, ensuring compliance with regulatory requirements and corporate governance standards.

### Key Responsibilities:

- **Financial Oversight** – Reviewing and approving financial statements and disclosures.
- **External Audit Supervision** – Appointing and evaluating external auditors.
- **Accounting & Risk Management** – Assessing accounting policies, internal controls, and risk management effectiveness.
- **Regulatory Compliance** – Monitoring adherence to laws, codes of conduct, and whistle-blower policies.
- **Transaction Review** – Evaluating related party transactions and potential conflicts of interest.
- **Internal Audit** – Assessing performance and independence of the internal audit function.
- **Other Duties** – Managing any additional responsibilities prescribed by law or assigned by the Board.

### Meetings & Composition (FY 2024-25)

The Audit Committee convened Six times on 29<sup>th</sup> May 2024, 8<sup>th</sup> August 2024, 14<sup>th</sup> August 2024, 14<sup>th</sup> November 2024, 31<sup>st</sup> December 2024 and 13<sup>th</sup> February 2025. The time gap between meetings was within the prescribed limit of 120 days, with a quorum of two Independent Directors present at all meetings. The Company Secretary acted as the Secretary for all meetings.

## Report on Corporate Governance (Contd.)

### Committee Membership & Attendance:

Sr No	Name of Members	Category	Nature of Membership	Number of Meeting Attended		% of total meetings attended
				Held	Attended	
1	Mr. Anubhav Goenka*	Independent Director	Chairperson	6	4	67%
2	Mr. Saket Agrawal	Executive Director	Member	6	6	100%
4	Mr. Pranab Chakraborty**	Independent Director	Member	6	4	67%
5	Mrs. Suneeta Mohanty	Independent Director	Member	6	6	100%
6	Mr. Navneet Jagatramka#	Independent Director	Member	6	1	16.7%
7	Mr. Prateek Bansal#	Independent Director	Member	6	2	33%

#Mr. Navneet Jagatramka and Mr Prateek Bansal ceases to be member from 14<sup>th</sup> August 2024 and 12<sup>th</sup> August 2024 respectively.

\*\*Mr. Pranab kumar Chakraborty was appointed as member of the Committee with effect from 14<sup>th</sup> August 2024.

\*Mr. Anubhav Goenka was appointed as member of the Committee with effect from 14<sup>th</sup> August 2024 and thereafter as Chairperson of the Committee from 31<sup>st</sup> December 2024.

Audit Committee was reconstituted twice this year (on 14<sup>th</sup> August 2024 and 31<sup>st</sup> December, 2024) for better management and governance which was updated on our Website and disclosure was made in stock exchanges as per regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023.

The Audit Committee continues to fulfil its governance role, ensuring financial integrity, compliance, and risk oversight in alignment with regulatory frameworks.

### ii) Nomination and Remuneration Committee:

At our Company, we believe that strong governance and fair remuneration are essential for sustainable success. Our

**Nomination and Remuneration Committee (NRC)** plays a critical role in ensuring that our leadership team and board members meet the highest standards of integrity, competence, and accountability. The NRC operates in accordance with **Regulation 19 of SEBI (LODR) Regulations, 2015 and Section 178 of the Companies Act, 2013**.

#### Purpose & Responsibilities

- Selecting and recommending board members, including independent directors.
- Ensuring diversity and the right mix of skills, knowledge, and experience on the board.

- Reviewing and advising on executive remuneration to align incentives with company performance.
- Managing succession planning for senior leadership positions.
- Evaluating director performance and overseeing governance policies.
- Recommending remuneration for senior management.
- Managing succession planning for key executives and directors.
- Reviewing governance policies related to board effectiveness.
- Addressing additional matters as prescribed by law or the Board.

# Report on Corporate Governance (Contd.)

## Committee Meetings & Composition

During **FY 2024-25**, the NRC met **thrice—on 8<sup>th</sup> August 2024, 14<sup>th</sup> August 2024 and 31<sup>st</sup> December 2024** —with the required quorum present at all the meetings.

Nomination and Remuneration Committee was reconstituted twice this year (on 14<sup>th</sup> August 2024 and 31<sup>st</sup> December, 2024) for better integrity, Competence and accountability which was updated on our Website and disclosure was made in stock exchanges as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023.

## Committee Members & Attendance:

Sr No	Name of Members	Category	Nature of Membership	Number of Meeting Attended		% of total meetings attended
				Held	Attended	
1	Mr. Anubhav Goenka*	Independent Director	Chairperson	3	2	67%
2	Mr. Pradip Kumar Dey**	Non Executive Director- Non Independent Director	Member	3	2	67%
4	Mr. Pramode Kumar Pandey**	Independent Director	Member	3	2	67%
5	Mr. Manish Agrawal#	Executive Director	Member	3	1	33%
6	Mr. Navneet Jagatramka#	Independent Director	Member	3	1	33%
7	Mr. Prateek Bansal##	Independent Director	Chairperson	3	1	33%

\*Mr. Anubhav Goenka was appointed as member of the Committee with effect from 14<sup>th</sup> August 2024 and thereafter as Chairperson of the Committee from 31<sup>st</sup> December 2024.

\*\*Mr. Pradip Kumar Dey and Mr. Pramode Pandey was appointed in the Committee with effect from 14<sup>th</sup> August 2024.

#Mr. Navneet Jagatramka and Mr. Manish Agrawal ceases to be member from 14<sup>th</sup> August 2024.

##Mr. Prateek Bansal ceases to be member from 12<sup>th</sup> August 2024.

## Performance Evaluation of Independent Directors

To maintain high governance standards, we evaluate our independent directors based on:

- Their participation and contributions during board meetings.
- Adherence to ethical guidelines and transparency.
- Ability to provide objective perspectives and challenge decisions constructively.
- Their understanding of our business and contribution to strategic discussions.
- Support for whistle-blower protection and corporate integrity.

Directors are rated on a **scale of 1 to 5**, ensuring accountability and continuous improvement.

## Nomination & Remuneration Policy

Our **Nomination and Remuneration Policy** outlines:

- The selection criteria for board and senior management positions.
- The remuneration framework for directors, key managerial personnel, and employees.

This policy ensures fairness, competitiveness, and alignment with long-term shareholder interests. The updated policy is available on our company website.

As we move forward, we remain committed to strengthening our leadership team and maintaining governance excellence.

Further details of the **Nomination and Remuneration Policy** are available on the Company's website: <https://www.mspsteel.com/about-us/corporate-policies>

## Report on Corporate Governance (Contd.)

### iii) Stakeholders Relationship Committee (SRC)

We in the view to protect the interest of the investor comply with the provision of stakeholder relationship committee.

*Our Stakeholders Relationship Committee was reconstituted this year (on 14<sup>th</sup> August,2024), which was updated on our website and disclosure was made in stock exchanges as per regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023.*

### Purpose and Responsibilities

The **Stakeholders Relationship Committee (SRC)** plays a crucial role in maintaining effective communication with various stakeholders, safeguarding their interests, and fostering long-term relationships within the business ecosystem. The committee oversees stakeholder engagement strategies, resolves grievances, ensures transparency in disclosures, and monitors compliance with regulatory requirements under **Section 178 of the Companies Act, 2013** and **Regulation 20 of SEBI Listing Regulations**.

### Meetings Held & Attendance

During the financial year **2024-25**, the committee convened Meetings four times, as on 29<sup>th</sup> May 2024,14<sup>th</sup> August 2024, 14<sup>th</sup> November 2024, 13<sup>th</sup> February 2025 ensuring all necessary stakeholder concerns were addressed efficiently. The details of **SRC meetings and member attendance** are outlined below:

Sr No	Name of Members	Category	Nature of Membership	Number of Meeting Attended		% of total meetings attended
				Held	Attended	
1	Mr. Anubhav Goenka*	Independent Director	Chairperson	4	3	75%
2	Mr. Manish Agrawal	Executive Director	Member	4	3	75%
3	Mr. Saket Agrawal	Executive Director	Member	4	4	100%
4	Mr. Prateek Bansal#	Independent Director	Chairperson	4	1	25%

\* Mr. Anubhav Goenka was appointed as member of the Committee with effect from 14<sup>th</sup> August 2024.

#Mr Prateek Bansal ceases to be member from 12<sup>th</sup> August 2024.

### Key Initiatives & Achievements

- Enhanced grievance redressal mechanism:** Ensuring timely resolution of stakeholder concerns via SEBI's SCORES platform.
- Improved transparency & disclosures:** Streamlined communication channels for investors and shareholders.
- Corporate social responsibility (CSR) efforts:** Strengthened sustainability and community engagement initiatives.
- Reduction of unclaimed dividends:** Implemented proactive measures for timely disbursement to shareholders.

### Declaration

The company affirms compliance with all statutory obligations concerning stakeholder engagement, investor protection, and regulatory disclosures as mandated by applicable laws.

### Details of Compliance Officer:

Name : Ms. Shreya Kar

Designation : Company Secretary & Compliance Officer

Address : South City Business Park, 10<sup>th</sup> Floor, 770, Anandapur, EM Bypass, Kolkata – 700107

Phone : 033-40005-7777

Email : [shreya.kar@mspsteel.com](mailto:shreya.kar@mspsteel.com)

# Report on Corporate Governance (Contd.)

## Investor Grievance Redressal

• Nil	No. of Shareholders' complaints received during the year
• Nil	No. of complaints disposed off during the year
• Nil	No. of pending complaints
• Nil	No. of complaints not resolved to the satisfaction of Shareholders

Our Corporate Social Responsibility Committee was reconstituted this year (on 14<sup>th</sup> August, 2024), which was updated on our website and disclosure was made in stock exchanges as per regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023.

The committee's focus includes:

- **Formulating and recommending CSR policies** in line with Schedule VII of the Companies Act.
- **Overseeing the execution and monitoring** of CSR initiatives to ensure meaningful impact.
- **Aligning sustainability efforts** with governance and corporate ethics.
- **Reviewing CSR performance** metrics to measure social and environmental contributions.

Our company has demonstrated a commitment to transparency by updating its CSR policy to reflect regulatory changes. The fact that all committee members attended the meeting shows a dedicated approach to CSR governance. The CSR policy of the Company has been uploaded on the Company's website at <https://www.mspsteel.com/about-us/corporate-policies>

## iv) Corporate Social Responsibility (CSR) Committee

The **Corporate Social Responsibility (CSR) Committee** plays a vital role in ensuring that the company actively contributes to sustainable development and social impact. Its responsibilities extend beyond compliance—they help shape the company's **environmental, social, and governance (ESG) priorities**, ensuring alignment with business values and stakeholder expectations.

### Meetings & Attendance

During the financial year **2024-25**, the committee convened **once, on February 13, 2025**, with the required quorum of two members present. The **Company Secretary** acted as the Secretary to the meeting.

The composition and attendance details of the **CSR Committee** are as follows:

Sr No	Name of Members	Category	Nature of Membership	Number of Meeting Attended		% of total meetings attended
				Held	Attended	
1	Mr. Pradip Kumar Dey	Non Executive Director	Chairperson	1	1	100%
2	Mrs. Suneeta Mohanty*	Independent Director	Member	1	1	100%
3	Mr. Saket Agrawal	Executive Director	Member	1	1	100%
4	Mr. Prateek Bansal#	Independent Director	Member	1	-	-
5	Mr. Manish Agrawal#	Executive Director	Member	1	-	-

\* Mr. Pradip Kumar Dey and Mrs Suneeta Mohanty were appointed as members of the Committee with effect from 14<sup>th</sup> August 2024.

#Mr Prateek Bansal ceases to be member from 12<sup>th</sup> August 2024.

# Report on Corporate Governance (Contd.)

## 4) Senior Management

The details of the Senior Management of the Company as on 31<sup>st</sup> March 2025 are as below:

Name	Designation
Kamal Kumar Jain	Chief Financial Officer
Shreya Kar	Company secretary & Compliance officer
B.K Singh	Chief Operating Officer- Project
Ashok Kumar Singh	Chief Officer-Environment Health & Safety
Shashi Kant Tiwary	Chief Security Officer- Security
George Thomas	Chief Human Resource Officer-Human Resource
Sambeet Das	President-Marketing & Sales
Veer Sen Singh	President-Palettization
Subhash Agarwal	Senior Vice President- Taxation
Trinath Sen	Vice President-Business Transformation
Usha Ranjan Shastry	Vice President- Commercial
Anand Tiwari	Vice President-Production

## 5) REMUNERATION OF DIRECTORS

The Nomination and Remuneration Committee (NRC) periodically reviews the remuneration policy

to ensure alignment with company goals and industry standards. The policy aims to attract and retain qualified directors while promoting ethical and responsible governance.

### A. Remuneration to Executive Directors

Executive Directors receive a fixed monthly salary along with performance-linked incentives, as determined by the NRC. Annual increments are based on performance evaluations, and all remuneration complies with Schedule V of the Companies Act, requiring shareholder approval when necessary.

### B. Remuneration to Non-Executive & Independent Directors

- Non-Executive Directors may receive remuneration through meeting attendance fees or other payments, as determined by the Board.
- Independent Directors may receive sitting fees, reimbursement for meeting participation, and profit-related commissions, subject to shareholder approval.
- The company does not have a Stock Option Scheme for Directors, and no provisions exist for notice periods or severance fees.
- The NRC policy is accessible at: <https://www.mspsteel.com/about-us/corporate-policies>

### C. Remuneration Details – Paid to Directors for the Financial Year 2024-2025:

Name	Salary (`` Lakhs)	Perquisites/ Benefit, etc. (Fixed Component ` `` Lakhs)	Performance Linked Incentive (`` Lakhs)	Period of Contract
<b>Mr. Suresh Kumar Agrawal</b> (Chairman & Non-Executive Promoter Director)	72	NA	36	NA
<b>Mr. Pradip Kumar Dey</b> (Non-Executive Director)	NIL	NIL	NIL	NIL

# Report on Corporate Governance (Contd.)

## D. Remuneration Details – Executive Directors (FY 2024-25)

Name	Salary (₹ Lakhs)	Perquisites/ Benefit, etc. (Fixed Component ₹ Lakhs)	Performance Linked Incentive (₹ Lakhs)	Period of Contract
<b>Mr. Saket Agrawal</b> (Managing Director –Executive Director)	72	NA	30	14 <sup>th</sup> November 2024, to 13 <sup>th</sup> November 2029
<b>Mr. Manish Agrawal</b> Joint Managing Director – Executive Director)	54	NA	24	12 <sup>th</sup> August, 2024 to 11 <sup>th</sup> August 2029

## 6) General Body Meetings

### A. Annual General Meetings (AGMs)

Financial Year	AGM	Date & Time	Venue	Special Resolutions Passed
2021-22	53 <sup>rd</sup> AGM	September 27, 2022, at 3:30 PM	VC/OAVM Facility	Appointment of Mr. Prateek Bansal as Independent Director
2022-23	54 <sup>th</sup> AGM	September 19, 2023, at 12:00 PM	VC/OAVM Facility	To increase overall maximum managerial remuneration payable to managerial person of the company for F.Y 2023-24.  Payment of remuneration to Mr. Suresh Kumar Agrawal- Non executive director for financial year 2022-23 above 50% of total annual remuneration payable to all non-executive directors of the company
2023-2024	55 <sup>th</sup> AGM	September 17, 2024, at 12.30 PM	VC/OAVM Facility	To approve payment of Remuneration/ Commission to Non-Executive Directors.  To approve and increase the limit of managerial remuneration payable to Mr. Suresh Kumar Agrawal Non-Executive Director for FY 2024-25  To consider and approve appointment of Mr. Pramode Kumar Pandey (DIN: 10714970) as an Independent Director of the Company.  To consider and approve appointment of Mr. Pranab Kumar Chakrabarty (DIN: 07924042) as an Independent Director of the Company.  To consider and approve appointment of Mr. Anubhav Goenka (DIN: 00543736) as an Independent Director of the Company.  To consider and approve reappointment of Mrs. Suneeta Mohanty (DIN: 08398436) as an Independent Director of the Company  To re-appoint Mr. Saket Agrawal (DIN: 00129209) as Managing Director of the Company.  To appoint Mr. Manish Agrawal (DIN: 00129240) as Joint Managing Director of the Company.  To convert outstanding unsecured loan to the persons belonging to Promoter & Promoter Group into equity shares of the Company

# Report on Corporate Governance (Contd.)

## Postal Ballot Details

- Was any Special Resolution passed via Postal Ballot last year? No
- Are Special Resolutions proposed via Postal Ballot this year? No

## B. Extraordinary General Meeting (EGM)

During the financial year **2024-25**, **no Extraordinary General Meeting** of the members was convened.

## 7) Means of Communication

### A) Financial Results

In compliance with Listing Regulations, the company publishes its financial results on a quarterly, half-yearly, nine-monthly, and annual basis. These results are reviewed by the Audit Committee before submission to the Board and reported to Stock Exchanges.

Board meeting intimation regarding financial results is sent to Stock Exchanges and made available on the company's official website: <https://www.mspsteel.com/investors/financials>. The approved results are promptly submitted to Stock Exchanges.

#### Timeline for financial result announcements:

Financial Results	Date of Approval	Date of Submission
Q1 (30 <sup>th</sup> June 2024)	14 <sup>th</sup> August 2024	14 <sup>th</sup> August 2024
Q2 (30 <sup>th</sup> September 2024)	14 <sup>th</sup> November 2024	14 <sup>th</sup> November 2024
Q3 (31 <sup>st</sup> December 2024)	13 <sup>th</sup> February 2025	13 <sup>th</sup> February 2025
Annual (31 <sup>st</sup> March 2025)	30 <sup>th</sup> May 2025	30 <sup>th</sup> May 2025

- Unaudited quarterly results** are announced within **45 days** of quarter-end.
- Audited annual results** are disclosed within **60 days** after the financial year-end.

#### Publication of Financial Results

Financial results are sent to Stock Exchanges and published within 48 hours of Board approval in:

- English newspaper:** Business Standard or Financial Express

- Regional newspaper (Bengali):** Arthik Lipi or Duranta Barta

### B) Corporate Website

The company's official website serves as a comprehensive resource for corporate governance, policies, financial reports, and investor relations.

- The **Investor Relations Section** provides stakeholders access to financial results, shareholding patterns, stock exchange-related updates, corporate benefits, and Registrar & Share Transfer Agent details.
- Financial reports, annual updates, and presentations (if applicable) are uploaded to Company Website.
- A dedicated **"Investors"** section includes a **"Financials" sub-section** for easy access to audited and unaudited financial statements.

### C) Filing with BSE "Listing Centre"

In line with **Regulation 10(1) of SEBI (LODR) Regulations**, BSE mandates the **Listing Centre** as the electronic filing platform for listed companies. The company submits financial results, shareholding patterns, corporate governance reports, reconciliation of share capital audits, and voting results via XBRL mode at BSE Listing Centre.

### D) NSE Electronic Application Processing System (NEAPS)/ NSE Digital Portal

The **NSE Digital Portal / NEAPS** is a web-based application enabling electronic submissions. Financial disclosures, including quarterly, half-yearly, and annual reports, voting results, and compliance filings, are processed via XBRL mode on NSE's New Digital Exchange Platform / NEAPS.

### E) Annual Report

The company circulates an Annual Report comprising:

- Standalone Financial Statements
- Consolidated Financial Statements
- Independent Auditor's Report

# Report on Corporate Governance (Contd.)

<ul style="list-style-type: none"> <li>• Director's Report with annexures</li> <li>• Management Discussion &amp; Analysis (MD&amp;A) Report</li> <li>• Corporate Governance Report with Annexures</li> </ul>	<b>F) Press/News Releases &amp; Investor Presentations</b> For the financial year 2024-25, the company did not issue any press releases or investor presentations.
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## 8) General Shareholder Information

### A. Annual General Meeting (AGM) – FY 2024-25

Day, Date and Time of Annual General Meeting	Thursday, 25 <sup>th</sup> September 2024
Venue of the Annual General meeting	Annual General Meeting through Video Conference/ Other Audio-Visual Means [Deemed Venue for Meeting: Registered Office of the Company at South City Business Park Kolkata-700107]
Book Closure Date	Not Applicable as the Company is not declaring Dividend for the financial year 2024-2025
Financial Year	1 <sup>st</sup> April 2024 to 31 <sup>st</sup> March 2025
Dividend Payment Date	No dividend has been proposed

### B. Tentative Calendar for Financial Year ending March 31, 2026:

Financial Period	Tentative Date
First Quarter Results (30 <sup>th</sup> June 2025)	On or before <b>14<sup>th</sup> August 2025</b>
Second Quarter & Half-Yearly Results (30 <sup>th</sup> September 2025)	On or before <b>14<sup>th</sup> November 2025</b>
Third Quarter & Nine-Month Results (31 <sup>st</sup> December 2025)	On or before <b>14<sup>th</sup> February 2026</b>
Fourth Quarter & Annual Audited Results (31 <sup>st</sup> March 2026)	On or before <b>30<sup>th</sup> May 2026</b>
AGM for the year ended 2025-26	On or before <b>30<sup>th</sup> September 2026</b>

### C. Dividend

The Board of Directors did not declare any dividend for the financial year 2024-25.

### D. Stock Exchanges & Depositories

Name and Address of Stock Exchange	The equity shares of the Company are listed on <b>1. National Stock Exchange of India Ltd. (NSE)</b> Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051 Tel. No.: (022) 2659 8100 – 8114 Fax No.: (022) 2659 8120 Website: <a href="http://www.nseindia.com">www.nseindia.com</a>
	<b>2. BSE Limited. (BSE)</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. Tel. No.: (022) 2272 1233/4 (022) 6654 5695 Fax No.: (022) 2272 1919 Website: <a href="http://www.bseindia.com">www.bseindia.com</a>

# Report on Corporate Governance (Contd.)

Stock Code/ Symbol	NSE: MSPL BSE: 532650
Payment of Listing Fees	The annual listing fees for the financial year 2024–2025 have been paid to the above Stock Exchanges.
Depositories	<p><b>1. National Securities Depository Limited. (NSDL)</b></p> <p>Trade World, A Wing, 4<sup>th</sup> Floor Kamala Mills Compound, Lower Parel Mumbai – 400 013 Tel. No.: (022) 2499 4200 Email: <a href="mailto:info@nsdl.co.in">info@nsdl.co.in</a> Website: <a href="http://www.nsdl.co.in">www.nsdl.co.in</a></p> <p><b>2. Central Depository Services (India) Limited. (CDSL)</b></p> <p>Marathon Futurex, A-Wing, 25<sup>th</sup> Floor NM Joshi Marg, Lower Parel Mumbai – 400 013 Toll free No.: 1800-225-533 Email: <a href="mailto:complaints@cdsindia.com">complaints@cdsindia.com</a> Website: <a href="http://www.cdsindia.com">www.cdsindia.com</a></p>
<hr/>	

## E. ISIN for Depositories – INE752G01015

F. There was no suspension of trading in the Securities of the Company during the financial year 2024–2025 under review.

## G. REGISTRARS & TRANSFER AGENT:

Name: Kfin Technologies Limited (Formerly Kfin Technologies Private Limited)

Address: Karvy Selenium Tower-B, Plot No.-31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telengana-500032

Ph. No.: +91 40 6716 2222/3321 1000

Fax No.: (040)-2331-1968

E-mail: [compliance.corp@kfintech.com](mailto:compliance.corp@kfintech.com)

Website: [www.kfintech.com](http://www.kfintech.com)

## H. SHARE TRANSFER SYSTEM

Our share transfer process is designed to ensure efficiency, accuracy, and transparency. The Board approves all confirmations for transfers and transmissions, while operational formalities are delegated to our Registrar and Share Transfer Agent, Kfin Technologies Limited. In line with SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8, listed entities must issue securities in dematerialized form for specific service requests, including:

- Duplicate securities certificates

- Claims from unclaimed suspense accounts
- Renewal/exchange of securities certificates
- Endorsements
- Sub-division/splitting and consolidation of securities certificates/folios
- Transmission and transposition

The application process follows SEBI's revised framework, with guidelines available on our RTA's website: <https://mfs.kfintech.com/investor>.

Further in terms of Regulation 39 and 40(1) of SEBI Listing Regulations, as amended from time to time, and SEBI vide its Circular dated 25<sup>th</sup> January 2022 has made it mandatory for the listed entity to issue shares/ securities, within the prescribed time, in demat mode only while processing any investor service requests viz. issue of duplicate share certificates, exchange/sub-division/splitting/consolidation of securities, transmission/ transposition of securities etc. Accordingly, shareholders are advised to open their demat account with any Depository Participants (DPs) having registration with SEBI or seek guidance on demat procedure from Company's RTA to avoid any inconvenience at a later stage. The Company Secretary is authorized by the Board to approve request received for transmission or transposition, which are noted at subsequent Stakeholders Relationship Committee Meetings.

# Report on Corporate Governance (Contd.)

## I. Distribution of Shareholding and Shareholding Pattern:

(a) The shareholding distribution of equity shares as on 31st March 2025 is given below:-

Sl.no.	Category	No. of Cases	% of Cases	Amount (in ₹)	% of Amount
1	1-5000	48,476	80.15079116	4,92,50,190	0.868921692
2	5001- 10000	4,658	7.701592236	3,95,76,500	0.698248664
3	10001- 20000	2,671	4.416262959	4,20,74,470	0.742320378
4	20001- 30000	1,097	1.813792761	2,85,73,250	0.504118192
5	30001- 40000	545	0.901109439	2,01,38,790	0.355308913
6	40001- 50000	667	1.102825681	3,22,20,710	0.568470373
7	50001- 100000	1,042	1.722855112	8,34,94,540	1.47309517
8	100001& above	1,325	2.190770655	5,37,26,38,000	94.78951662
<b>Total:</b>		<b>60,481</b>	<b>100</b>	<b>5,66,79,66,450</b>	<b>100</b>

(b) Shareholding Pattern for the year ended 31st March 2025

Category	No. of Shares Held	% of Holding
Promoter Individuals	20,23,240	0.36
Promoters Body Corporates	19,77,26,090	34.84
Bodies Corporates	18,21,94,467	32.14
Resident Individuals	7,79,35,058	13.75
Banks	9,46,45,239	16.70
Non-Resident Indians	8,39,492	0.15
NRI non-repatriation	4,81,296	0.08
Foreign Portfolio - Corp	22,61,286	0.40
HUF	83,94,857	1.48
Trusts	1,50,001	0.03
IEPF	63,619	0.01
Clearing Members	82,000	0.01
<b>Total</b>	<b>56,67,96,645</b>	<b>100.00</b>

(c) Top Ten Shareholders for the year ended 31st March 2025

Sl. No.	Name of Share holders	Total Shareholding	Percent to Capital
1	Tarini Mata Properties Private Limited	5,36,76,750	9.47
2	Jagran Vyapaar Pvt. Ltd.	3,91,33,426	6.90
3	Mod Commodeal Pvt. Ltd.	3,14,99,538	5.56
4	Swagat Trexim Private Limited	3,14,16,849	5.54
5	Sikhar Commodity Pvt.Ltd.	2,89,84,056	5.11
6	Union Bank of India	2,49,53,452	4.40
7	Msp Sponge Iron Limited	2,47,36,500	4.36
8	Jaik Leasing & Commercial Investment Limited	2,46,09,760	4.34
9	Procheta Consultants Private Limited	1,36,09,834	2.40
10	M. A. Hire Purchase Private Limited	1,13,65,000	2.01
<b>Total</b>		<b>28,39,85,165</b>	<b>50.54</b>

## Report on Corporate Governance (Contd.)

### J. Dematerialization of shares

The Company's shares are compulsorily traded in dematerialized form and are available for trading on both the Depositories in India viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

85.7% of the total equity shares are held in dematerialized form and 14.30% of the Equity shares are held in physical form as on 31<sup>st</sup> March, 2025.

In the year 2024-2025 the Company has restructured its Capital by way of converting optionally convertible debentures and Unsecured Loan into Equity Shares of the company leading to shares being credited in temporary demat account/physical shares. The register of Members is being maintained by the RTA in electronic form. The dematerialization requests received, if any, during the year were confirmed within 21 days.

Name of Depository	No. of Shares	% of total issued Capital
Held in dematerialized form in NSDL	38,51,94,521	67.96
Held in dematerialized form in CDSL	10,05,34,737	17.74
Physical	8,10,67,387	14.30
<b>Total</b>	<b>56,67,96,645</b>	<b>100.00</b>

The Company's equity shares are actively traded shares on BSE and NSE. The shareholders holding shares in physical form are requested to dematerialise their shares for safeguarding their holdings and managing the same hassle free. Shareholders are accordingly requested to get in touch with any of the DP registered with SEBI to open a demat account. The shareholders may also visit website of Depositories viz. NSDL or CDSL for further understanding of the demat procedure.

### K. Reconciliation of Share Capital Audit report

As stipulated by the Listing Regulations, a firm of qualified Practicing Company Secretaries carries out Secretarial Audit to reconcile the total admitted capital with National Security Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit is carried out every quarter and the report

thereon is submitted to the Stock Exchange where the Company's Shares are listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the Total number of Shares in dematerialized forms (held with NSDL and CDSL) and total number of shares in physical form.

### L. Commodity Price Risk and Foreign Exchange Risk

Please refer Note No. 35 of the notes to the accounts attached with the Standalone Financial Statement of the Company for the year ended March 31, 2025.

### M. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity

The Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments as on March 31, 2025, as such instruments have not been issued in the past.

### N. Credit Rating

During the Financial Year ended March 31, 2025, the Company has obtained credit rating from CARE Ratings Limited.

Instrument Type	Rating/Outlook	Rating Action
Long-Term Loan	CARE BBB-; Positive (Triple B Minus; Outlook: Positive)	Reaffirmed; Outlook revised to stable
Fund Based working Capital limits	CARE A3 (A Three)	Reaffirmed
Non-fund based Working capital limits	-	-

# Report on Corporate Governance (Contd.)

## O. PLANT LOCATION

The Company's plant is located at Jamgaon Village, in the district of Raigarh, Chhattisgarh.

Address- Village Manupali P.O. Jamgaon, Dist Raigarh, Chattisgarh – 496001.

## P. ADDRESS FOR CORRESPONDENCE:

### REGISTERED/CORPORATE OFFICE

### MSP STEEL & POWER LTD

Address::South City Business Park, 10<sup>th</sup> Floor, 770 Anandapur, EM Bypass, Kolkata, West Bengal, India, 700107

Email id: [investor.contact@mspsteel.com](mailto:investor.contact@mspsteel.com)

Phone Number-033-40057777

### INVESTOR QUERY

### MS. Shreya Kar

Email [ld-shreya.kar@mspsteel.com](mailto:ld-shreya.kar@mspsteel.com)

Phone Number-033-40057777

## 9. Other Disclosures

### A. The Company has complied with the requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

Particulars	Statutes	Details	Website Link for policy
Related Party Transactions	Regulation 23 of the Listing Regulations and as defined under the Act.	<p>During the year under review, all related party transactions entered into by the Company, were approved by the Audit Committee and were in the ordinary course of business and at arm's length basis. Prior omnibus approval is obtained for unforeseen related party transactions which would be in the ordinary course of business and on an arm's length basis. Also, the Company did not enter into any material related party transactions. The details of the related party transactions are set out in the notes to financial statements forming part of this Annual Report.</p> <p>Further, the related party transactions undertaken by the Company were in compliance with the provisions set out in the Act read with the Rules issued thereunder and relevant provisions of the Listing Regulations.</p> <p>During the year, SEBI introduced substantial changes in the related party transactions framework. The Listing Regulations relating to related party transactions, the Company's 'Policy on dealing with and materiality of related party transactions' was suitably amended to align the same with the new requirements prescribed by SEBI.</p>	<a href="https://www.mspsteel.com/about-us/corporate-policies">https://www.mspsteel.com/about-us/corporate-policies</a>
Whistle Blower Mechanism/ Policy	Regulation 22 of the Listing Regulations	The Company has established the necessary vigil mechanism for directors and employees to report concerns about unethical behavior. 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.	<a href="https://www.mspsteel.com/about-us/corporate-policies">https://www.mspsteel.com/about-us/corporate-policies</a>

## Report on Corporate Governance (Contd.)

Particulars	Statutes	Details	Website Link for policy
Subsidiary Companies	Regulation 24 of The Listing Regulations	<p>The audit committee reviews the consolidated financial statements of the unlisted subsidiary company. The minutes of the Board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company.</p> <p>The Company does not have any material unlisted subsidiary company.</p> <p>The Company has a policy for determining 'material subsidiaries which is disclosed on the website</p>	<a href="https://www.mspsteel.com/about-us/corporate-policies">https://www.mspsteel.com/about-us/corporate-policies</a>
Details of Mandatory and Non-Mandatory Corporate Governance Requirements	-	<p>The Company has complied with all mandatory requirements as prescribed by the Listing Regulations.</p> <p>The Quarterly/Yearly Reports on compliance of corporate governance in the prescribed format have been submitted to the Stock Exchange where the shares are listed within the stipulated time frame and the same have been uploaded on the Company's website.</p> <p>The Company has not adopted any non-mandatory requirement of the Listing Regulations.</p>	<a href="https://www.mspsteel.com/investors/stock-exchange-compliances">https://www.mspsteel.com/investors/stock-exchange-compliances</a>
Code of Conduct	Regulation 17 of the Listing Regulations	<p>The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2025. A copy of the same is available on the Company's website. All the members of the Board and Senior Management Personnel have affirmed compliance to the Code of Conduct.</p>	<a href="https://www.mspsteel.com/about-us/corporate-policies">https://www.mspsteel.com/about-us/corporate-policies</a>
Code of Conduct for Prevention of Insider Trading		<p>As per SEBI (Prohibition of Insider Trading) Regulations, 2018, the Company has a code of practices and procedures for fair disclosure of unpublished price sensitive information to facilitate fair disclosure of events and occurrences that could impact price discovery in the market for its securities.</p>	<a href="https://www.mspsteel.com/about-us/corporate-policies">https://www.mspsteel.com/about-us/corporate-policies</a>
Terms of Appointment of Independent Directors	Regulation 46 of the Listing Regulations and Section 149 read with Schedule IV of the Act	<p>Terms and conditions of appointment / re-appointment of Independent Directors are available on the Company's website</p>	<a href="https://www.mspsteel.com/about-us/board-of-directors">https://www.mspsteel.com/about-us/board-of-directors</a>
Policy on Determination of Materiality for Disclosures	Regulation 30 of The Listing Regulations	<p>The Company has adopted this policy.</p>	<a href="https://www.mspsteel.com/about-us/corporate-policies">https://www.mspsteel.com/about-us/corporate-policies</a>

Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years; **NIL**

# Report on Corporate Governance (Contd.)

## B. Website:

The Company ensures dissemination of applicable information under Regulation 46(2) of the Listing Regulations on the Company's website at [www.mspsteel.com](http://www.mspsteel.com). The section on investor relations serves to inform the shareholders, by giving complete financial details, shareholding patterns, corporate benefits, information relating to stock exchanges, registrars and Share transfer Agents and for this there is a separate section on 'Investors' on the website of the Company containing abovementioned requisite details.

## C. Discretionary Requirements as specified in part E of Schedule II-

- i) The Board:** The Company defrays the expenses of the Non-Executive Chairman's office incurred in the performance of his duties. The Company consists of one independent woman director on its Board of Directors.
- ii) Shareholder Rights:** The Company provides a copy of the quarterly and half-yearly results on receipt of a specific request from the Shareholders.
- iii) Audit Qualifications:** During the year under review, there is no audit qualification in the Company's financial statements. The Company continues to adopt best practices to ensure regime of unqualified financial statements.
- iv) Separate Posts of chairperson and the Managing Director or the Chief Executive Officer:** The company has appointed non-executive director as Chairperson of the Company which is separate from the post of Managing Director or the Chief Executive Officer. However, Chairperson of the Company is related to Managing director.
- v) Reporting of Internal Auditors:** The Internal Auditors report directly to the Audit Committee.
- vi) Independent directors:** Independent directors conducted two exclusive meetings without the attendance of non-independent directors and management.

The meetings were held on 14<sup>th</sup> August 2024 and 13<sup>th</sup> February 2025.

- vii) Risk management:** Our Company is looking forward to the formation of risk management committee with the composition of specified roles and responsibilities under regulation 21.

## D. Certificate from Practising Company Secretary

Pursuant to Regulation 34(3) of the Listing Regulations a certificate confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority, has been received from Ms. Swati Bajaj of M/s. Bajaj Todi & Associates, Companies Secretaries and is annexed to this report as **Annexure - A**.

## E. Certificate on Corporate Governance

Required under Regulation 34(3) Schedule V (E) of the Listing Regulations, the certificate from Practising Company Secretary regarding compliances of conditions of Corporate Governance is annexed to this report as **Annexure-D**.

## F. CEO/CFO Certification

The CEO/CFO of the Company have certified positively to the Board on the matters specified under Regulation 17(8) of the Listing Regulations for the year ended March 31, 2025. The said certificate is attached in this Annual Report and is set out as **Annexure -B**.

## G. Details of utilization of funds raised

No funds were raised by the Company through preferential allotment or qualified institutions placement.

## H. Disclosure in terms of Sexual Harassment of Women at Workplace (Prevention, Prohibition and redressal) Act, 2013 and Rules framed thereunder

Your Company has a zero-tolerance policy for sexual harassment in the workplace and has developed a policy for its prevention, prohibition, and redressal, in accordance with the Sexual Harassment of Women at Workplace

## Report on Corporate Governance (Contd.)

(Prevention, Prohibition and Redressal) Act, 2013, and its associated rules. The Company has also complied with the formation of the Prevention of Sexual Harassment (POSH) Committee as required by the Listing Regulations.

S No	Name	Designation
1.	Ms. Shreya Kar	Presiding officer
2	Mrs. Mita Das	Member
3	Mr. Kamal Kumar Jain	Member
4	Mr. Pradeep Kumar Dey	Member
5	Mr. George Thomas	Member
6	Ms. Seema Tiwari	Member

The number of complaints received during the financial year 2024-25 along with their status of redressal as on financial year ended March 31,2025 are as under:

SL. No.	Particulars	Number of Complaints
1.	Number of Complaints filed during the year	NIL
2	Number of Complaints disposed of during the year	NIL
3	Number of Complaints pending at the end of financial year	NIL

### I. Loans and Advances in which Directors are interested

The Company has not provided any loans and advances to any firms/companies in which Directors are interested - The company has advanced loan to its subsidiary company MSP Cement Ltd for ₹ 60 lakhs.

### J. Payment Made to Statutory Auditors

During the Financial Year ended 31<sup>st</sup> March 2025, the total fees paid by the Company to M/S Singhi and Co, Chartered Accountants LLP (ICAI Firm Registration No.302049E) and M/s SK Agrawal and Company Chartered Accountants

LLP (ICAI firm registration No. 306033E) , the Statutory Auditors, on a consolidated basis towards the services availed by the Company aggregates to ₹ 25.63 Lakhs during the year.

### K. Declaration affirming Compliance of Code of Conduct

The Company has adopted a Code of Conduct for all employees and for members of the Board and senior management personnel. The Company through its Code of Conduct provides guiding principles of conduct to promote ethical conduct of business, confirms to equitable treatment of all stakeholders, and to avoid practices like bribery, corruption, and anti-competitive practices.

All members of the Board and senior management personnel have affirmed compliance with the Code of Conduct for Board and senior management for the financial year 2024-25.

A declaration by the Managing Director, Mr. Saket Agrawal and Chief Financial Officer (CFO), Mr Kamal Kumar Jain affirming compliance of Board Members and Senior Management Personnel to the Code is also annexed herewith as **Annexure - C**.

### L. There are no non-compliances of any requirements of Corporate Governance Report, as per sub-paras (2) to (10) of Schedule V Part C of the Listing Regulations.

### M. Disclosures with respect to demat suspense account/unclaimed suspense account

The Company doesn't have any shares in the demat suspense account/unclaimed suspense account.

For and behalf of the Board  
**MSP STEEL & POWER LIMITED**

**Suresh Kumar Agrawal**  
Date:25<sup>th</sup> August 2025  
Place: Kolkata

DIN: 00587623  
Chairman

# Annexure A

## 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  
**MSP Steel & Power Limited**,  
 South City Business Park, 10<sup>th</sup> Floor,  
 770 Anandpur, EM Bypass, E.K.T,  
 Kolkata, West Bengal, India, 700107

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **MSP Steel & Power Limited** having **CIN L27109WB1968PLC027399** and having registered office at **South City Business Park, 10<sup>th</sup> Floor, 770 Anandpur, EM Bypass, E.K.T, Kolkata**, West Bengal, India, 700107 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its Officers, we hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on 31<sup>st</sup> March, 2025, have been debarred or disqualified from being appointed or continuing as Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company.

Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

### For Bajaj Todi & Associates

**Swati Bajaj**, Partner

M. No: A13216, C.P.No. 3502

ICSI Firm Registration Number: P2020WB081300

UDIN: A013216G000407016

Place: Kolkata

Date: 22-May-2025

# Annexure B

## **CERTIFICATION BY CHIEF EXECUTIVE OFFICER (CEO)/CHIEF FINANCIAL OFFICER (CFO)**

[Pursuant to Regulation 17(8) read with Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Board of Directors

**MSP Steel & Power Limited**

South City Business Park, 10<sup>th</sup> Floor,  
Anandapur, EM Bypass, Kolkata-700 107

In pursuance of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We, Saket Agrawal, Managing Director and Kamal Kumar Jain, Chief Financial Officer, responsible for the finance function certify to the Board of Directors that:

- a) We have reviewed the financial statements and cash flow statements for the financial year ended on 31<sup>st</sup> March 2025 and to the best of our knowledge and belief, state that:
  - i) These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
  - ii) 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 year ended 31<sup>st</sup> March 2025 which are fraudulent, illegal or violation of the Company's code of conduct.
- c) We accept responsibility for the establishing and maintaining internal control systems for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.
- d) We have indicated to the auditors and the audit committee that:-
  - i. There have been no significant changes in internal control over financial reporting during the year.
  - ii. The significant changes in accounting policies during the Financial Year ended 31<sup>st</sup> March 2025 arising from the adoption of the Indian Accounting Standards have been discussed and approved by the auditors and Audit Committee.
  - iii. The company has opted the option under section 115 BAA of the Income Tax Act, 1961, introduced by the Taxation Laws (Amendment) Act, 2019 which gives irreversible option for payment of Income Tax at reduced rate subject to certain conditions. In view of above Minimum Alternative Tax (MAT) credit of ₹ 2,648.71 lakhs accounted for in earlier years has been reversed during the quarter ended 31<sup>st</sup> March, 2025 and deferred tax asset/liability also has been measured/remeasured at the tax rates specified under new regime. This change in the tax regime has resulted in the Company reporting a negative Profit after Tax for the quarter ended 31<sup>st</sup> March, 2025, leading to a loss in the annual financial statements for the financial year 2024-25. The Company's Management believes that this change in tax policy provides more clarity and ease of compliance about the effects of transactions, other events or conditions on the entity's financial position and financial performance to the users of financial results/statements.
  - iv. There have been no instances of significant fraud of which we have become aware and consequently no involvement therein, of the management or any employee having a significant role in the Company's internal control system over the financial reporting.

For and on behalf of the Board

**MSP Steel & Power Limited**

Place: Kolkata  
Date: 25<sup>th</sup> August 2025

**Saket Agrawal**  
Managing Director

**Kamal Kumar Jain**  
Chief Financial Officer

## Annexure C

### CERTIFICATION BY CHIEF EXECUTIVE OFFICER (CEO)/CHIEF FINANCIAL OFFICER (CFO)

[Pursuant to Regulation 17(8) read with Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Pursuant to Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all the Members of the Board and Senior Management Personnel of the Company have affirmed their compliance with the code of conduct for the Financial Year ended 31<sup>st</sup> March 2025.

For and on behalf of the Board  
**MSP Steel & Power Limited**

Place: Kolkata  
Date: 25<sup>th</sup> August 2025

**Saket Agrawal**  
Managing Director

**Kamal Kumar Jain**  
Chief Financial Officer

## Annexure D

### CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of  
**MSP Steel & Power Limited**,  
South City Business Park, 10<sup>th</sup> Floor,  
770 Anandpur, EM Bypass, E.K.T,  
Kolkata, West Bengal, India, 700107

We have examined the compliance of conditions of Corporate Governance by **MSP Steel and Power Limited (CIN No. L27109WB1968PLC027399)** for the year ended **31<sup>st</sup> March, 2025, ("Period under Review")**, as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of Regulation 46(2) and Para C and D of the Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied in general with the conditions of corporate governance as stipulated in the above-mentioned Listing Regulations during the Period under Review.

We state that in respect of Investors' grievances received during the financial year ended on 31<sup>st</sup> March, 2025, no Investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

**For Bajaj Todi & Associates**  
Practising Company secretaries

**Swati Bajaj**  
Partner  
M. No: A13216  
C.P.No. 3502  
ICSI Firm Registration Number: P2020WB081300  
UDIN: A013216G000783601  
Date: 15-July-2025

# **Standalone Financial Statements**

# Independent Auditor's Report

To  
The Members of  
**MSP Steel & Power Limited**

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying Standalone Financial Statements of **MSP Steel & Power Limited** ("the Company"), which comprise the Standalone Balance sheet as at March 31, 2025, the Standalone Statement of Profit and Loss (including the Other Comprehensive Income), the Standalone Statement of Cash Flow and the Standalone Statement of Changes in Equity for the year then ended, and notes to the Standalone Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013, as amended ("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 Standard) 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, its loss (including other comprehensive loss), its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements for the financial year ended March 31, 2025. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

#### Descriptions of Key Audit Matter

##### Revenue Recognition (Refer Note No. 21 to the Standalone Financial Statements)

Revenue from the sale of goods (hereinafter referred to as "Revenue") is recognized when the Company performs its obligation to its customers and the amount of revenue can be measured reliably and recovery of the consideration is probable. The timing of such recognition in case of sale of goods is when the control over the same is transferred to the customer, which is mainly upon delivery.

The timing of revenue recognition is relevant to the reported performance of the Company. The management considers revenue as a key measure for evaluation of performance.

#### How we addressed the matter in our audit

Our audit procedures included, amongst others, the following:

- Obtained an understanding of the Company's revenue recognition policies and assessed their compliance with the principles of Ind AS 115, Revenue from Contracts with Customers.
- Evaluated the design and tested the operating effectiveness of key controls over the initiation, recording, and recognition of revenue, including controls around dispatch, delivery, and invoicing.

Descriptions of Key Audit Matter	How we addressed the matter in our audit
<p>Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year. Further, owing to the multiplicity of the Company's products and volume of sales transactions, revenue is determined to be an area involving significant risk requiring significant auditor attention and is therefore determined as a key audit matter in the current year audit.</p>	<ul style="list-style-type: none"> <li>Verified, on a sample basis, revenue transactions with supporting documents such as sales invoices, dispatch documents, weighbridge slips, lorry receipts, bills of lading, and proof of delivery, to assess whether revenue was recognised in accordance with the contractual terms.</li> <li>Performed cut-off testing around the reporting date by examining dispatches and invoices immediately before and after year-end to ensure revenue was recorded in the correct accounting period.</li> <li>Performed substantive analytical procedures, including comparison of revenue trends with production, dispatch quantities, and prior periods, to identify unusual or unexpected variances.</li> <li>Assessed the adequacy and appropriateness of disclosures in the Standalone Financial Statements relating to revenue recognition.</li> </ul>
<p><b>Inventory Management (Refer Note No 8 to the Standalone Financial Statements).</b></p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>Obtained an understanding of the inventory management and measurement process followed by the Company for bulk materials.</li> <li>Evaluated the design and tested the operating effectiveness of key controls relating to recording, monitoring, and measurement of inventory.</li> <li>Participated in the physical verification of inventories, which was carried out by the management through an independent third-party agency.</li> <li>Verified the basis and reasonableness of assumptions/estimates used by management in relation to volumetric measurements.</li> <li>Compared the cost of the finished goods with the estimated net realizable value and checked if the finished goods were recorded at net realizable value where the cost was higher than the net realizable value.</li> <li>Assessed the adequacy and appropriateness of disclosures made in the Standalone Financial Statements in respect of inventory measurement.</li> </ul>

Descriptions of Key Audit Matter	How we addressed the matter in our audit
<b>Conversion of Optionally Convertible Debentures (OCDs) and Unsecured Promoter Loans into Equity (Refer Note No. 15.1(b) of the Standalone Financial Statements)</b>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>Verified the Master Framework Agreement dated January 24, 2018, pursuant to which a portion of the unsustainable debt was converted into OCDs.</li> <li>Verified the Board of Directors and the Shareholder's approval for conversion of OCDs and unsecured promoter loan into equity from the minutes of their respective meetings.</li> <li>Verified in-principle approvals received from the stock exchanges, examined the relevant statutory filings with MCA and verified the conversion notices submitted by the allottees.</li> <li>Reviewed the valuation reports, issued by a Registered Valuer for determination of conversion price.</li> <li>Assessed the adequacy and appropriateness of disclosures made in the Standalone Financial Statements in respect of conversion of OCD liabilities and unsecured promoter loan into equity shares.</li> </ul>

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

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report but does not include the Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this Auditor's report, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these

Standalone Financial Statements that give a true and fair view of the 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 (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial 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 Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the

date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

## Other Matter

The standalone financial statements of the Company for the year ended March 31, 2024 were audited by the predecessor auditor who expressed an unmodified opinion on those financial statements vide their report dated May 29, 2024. We have placed reliance on the said report of the predecessor auditor.

Our opinion is not modified in respect of above matter.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143 (3) of the Act, based on our audit, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books; except for the matters stated in paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014;
  - (c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Standalone Statement of Cash Flow and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time;
  - (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act;
  - (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 2(i)(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 with reference to these Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**".

- (h) The Company has paid/provided managerial remuneration to its directors in excess of the limits prescribed under section 197 of the Companies Act, 2013. The Company has represented that it proposes to seek the approval of the shareholders by way of special resolution at the ensuing Annual General Meeting for waiver of recovery of such excess remuneration in terms of section 197 (10) of the Act. Details of such excess remuneration are disclosed in note - 41 to the Standalone Financial Statements; and
- (i) 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - I. The Company has disclosed the impact of pending litigations as at March 31, 2025 on its financial position in its Standalone Financial Statements -36 (a) to the Standalone Financial Statements;
  - II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - III. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.
  - IV. (a) The Management has represented to us that, to the best of its knowledge and belief, as disclosed in the Note 47(g) to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The Management has represented to us that, to the best of its knowledge and belief, as disclosed in the Note

47(h) to the Standalone Financial Statements, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("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; and

(c) Based on our audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under paragraph 2(i) (iv)(a) &(b), contain any material misstatement.

V. The Company has not declared/paid any dividend during the year therefore reporting regarding compliance of Section 123 of the Act is not applicable.

VI. Based on our examination, which included test checks and as explained in note no. 48, the Company has used two accounting software(s) for maintaining its books of account. One of the software had a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software at application

and database level. Further, we did not come across any instance of audit trail feature being tampered with in respect of the aforementioned software where the audit trail feature was enabled.

In case of other accounting software which is operated by a third-party software service provider to capture incentive points of the dealers, Service Organisation Controls 1 type 2 report is not available, hence we are unable to comment on whether audit trail feature of the said software was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature being tampered with.

Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention for the software whose audit trail feature was enabled.

**For Singhi & Co.**

Chartered Accountants  
Firm Registration No.302049E

**(Shrenik Mehta)**

Partner

Place: Kolkata  
Dated: May 30, 2025

Membership No. 063769  
UDIN: 25063769BMMIRF9689S

## Annexure 'A' to the Independent Auditor's Report

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Independent Auditor's Report of even date to the Members of MSP Steel & Power Limited on the Standalone Financial Statements as of and for the year ended March 31, 2025).**

We report that:

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The property, plant and equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals and is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanation given to us, no discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in Note 3(a) on Property, Plant and Equipment to the Standalone financial statements are held in the name of the Company.
- ii. (a) The management has conducted physical verification of inventory (excluding inventories in transit and stocks lying with third parties) at reasonable intervals during the year and discrepancies of 10% or more in aggregate for each class of inventory were not noticed on physical verification of such inventories. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. In respect of inventory, for goods in transit, subsequent evidence of receipts has been linked with the inventory records and in case of stock lying with third parties, confirmations have been obtained and appropriately reconciled with the inventory records.

(b) As disclosed in Note 45 to the Standalone Financial Statements, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets of the Company. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account other than those as set out below:

(₹ in Lakhs)

Name of the Bank	Aggregate Working Capital Sanctioned	Quarter Ended	Amount Disclosed as per Quarterly Statement	Amount as per Books of accounts	Difference (#)
Consortium of Banks led by State Bank of India	24,678.00	June 30, 2024	38,462.65	46,363.62	(7,900.97)
	24,678.00	September 30, 2024*	36,762.36	43,548.51	(6,786.14)
	24,678.00	December 31, 2024*	35,461.46	38,161.46	(2,700.00)
	24,678.00	March 31, 2025*	35,174.29	37,537.97	(2,363.69)

\* As per the revised stock statements submitted to banks.

# As per the terms of the sanction letter, the amount of advances and stores & spares has been restricted for computing the Drawing Power calculation for the monthly stock statements. Accordingly, the Company has submitted the figures in quarterly statements in abidance with the above restrictions.

iii. a) The Company has not made any investment during the year. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted secured/unsecured loans/advances in the nature of loans to any Company/Firm/Limited Liability Partnership/other party during the year other than unsecured advance in the nature of loan given to one subsidiary Company and loan to employees of the Company. The Company did not stand guaranteee, or provided security to any Company/Firm/Limited Liability Partnership/other party during the year. The aggregate amount of loans and advance in nature of loan granted during the year and balance outstanding as at the balance sheet date with respect to such loans given to employees and advance in nature of loan to the subsidiary company, are given in the table below:

(₹ in Lakhs)

Particulars	Guarantees	Security	Loans	Advances in the nature of loans
<b>Aggregate amount of granted/provided during the year</b>				
Subsidiaries	—	—	—	60.00
Others - Employees	—	—	19.44	—
<b>Balance outstanding as at balance sheet date in respect of above cases (including interest, if any)</b>				
Subsidiaries	—	—	—	65.64
Others - Employees	—	—	15.54	—

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, the Company has not made any investment, provided guarantees, provided securities to companies, firms, Limited Liability Partnerships or any other parties during the year. However, the Company has not granted any loan or advance in the nature of loan to any party other than loan to employees and advance in the nature of loan to subsidiary granted during the year, the terms and conditions of which is not prejudicial to the company's interest.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loan or advance in the nature of loan to any party during the year except loan to employee and advance in the nature of loan to subsidiary. Further, in case of advance in the nature of loan given to a subsidiary, the repayment of principal and payment of interest has been stipulated. The repayment of the advance in the nature of loan along with interest thereon have not fallen due during the year.

(d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, Limited Liability Partnerships or any other parties which are overdue for more than ninety days.

(e) There were no loans or advances in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue 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 to Companies, Firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

iv. In our opinion, and according to the information and explanations given to us, there are no loans, investments, guarantees, and security that has been made/provided by the company during the year in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.

v. The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

vi. We have broadly reviewed the books of accounts maintained by Company in respect of product, where pursuant to the rule made by the Central Government of India, the maintenance of cost records has been prescribed under section 148(1) of the Companies Act, 2013 and are of the opinion that *prima facie*, the prescribed records have been maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, the Company is generally regular in depositing undisputed statutory

dues including Goods and Services tax, Provident Fund, Employee's State Insurance, Income-Tax, Sales-Tax, Service Tax, duty of Customs, duty of Excise, Value added Tax, Cess and other statutory dues to the appropriate authority. Based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) Details of Statutory dues referred to clause (a) above that have not been deposited on account of any dispute are given below:

(₹ in Lakhs)

Name of the Statute	Nature of Dues	Amount (₹ in lakh)	Period to which the amount relates	Forum where the dispute is pending
The Income Tax Act, 1961	Income Tax	287.42	2013-14	Joint Commissioners/ Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	131.44	2014-15	Joint Commissioners/ Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	107.90	2018-19	Joint Commissioners/ Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Income Tax	622.24	2023-24	Joint Commissioners/ Commissioner of Income Tax (Appeals)
Goods and Services Tax Act, 2017	Goods and Services Tax	2,300.89*	2019-20 to 2021-22	Central Appellate Authority, Range – II Raipur
Central Excise Act, 1944	Excise Duty	1,125.86	2011-12	Pr. Commissioner Raipur
The Finance Act, 1994	Service Tax	10.37*	2013-14 to 2015-16	CESTAT – New Delhi
Central Excise Act, 1944	Excise Duty	121.40	2016-17 to 2017-18	CESTAT – Delhi
Energy Conservation Act, 2001	Energy Saving Certificate Liability	813.64	2017-18	Bureau of Energy Efficiency

\*Net of amount deposited under dispute.

viii. According to the information and explanation given to us and on the basis of our examination of records of the Company, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

ix. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanation given to us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The company has not raised any fund by way of term loan during the year. Accordingly, the requirement to report on Clause 3(ix)(c) of the Order is not applicable to the company.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint venture.

(f) In our opinion and according to the information and explanations given to us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint venture. Accordingly, reporting under Clause 3(ix)(f) is not applicable to the Company.

x. (a) According to the records of the Company examined by us and the information and explanation given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations provided to us and based on our examination of the Company's records, the Company has complied with the provisions of Sections 42 and 62 of the Companies Act, 2013 in respect of the preferential allotment and private placement of equity shares through conversion of outstanding Optionally Convertible Debentures and unsecured promoter loans during the year, as disclosed in Note 15.1(b) of the Standalone Financial Statements. Since the issue of equity shares arose from such conversions, no funds were raised, and accordingly, the requirement to report on the utilisation of funds is not applicable to the Company.

xi. (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Standalone Financial Statements and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or on the Company which has been noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the management, there were no whistle blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) & (c) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, transactions with the related parties are in compliance with Section 177 and Section 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the Standalone Financial Statements, as required by the applicable accounting standards.

xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till the date of audit report, for the period under audit.

xv. According to the information and explanations given to us by the management and based on our examination of the records, the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence, provision of Section 192 of the Companies Act, 2013 is not applicable to the Company. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted any Non-Banking Financial/ Housing Finance activities during the year. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) There is no Core Investment Company as a part of the Group, hence the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. The Company has not incurred cash losses in the current financial year and the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios (Refer Note 46 to the Standalone Financial Statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the

assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. The Company is not required to spend on account of Corporate Social Responsibility as required under sub-section (5) of Section 135 of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financials statements. Accordingly, no comment in respect of the said clause has been included in this report.

xx. The Company is not required to spend on account of Corporate Social Responsibility as required under sub-section (5) of Section 135 of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financials statements. Accordingly, no comment in respect of the said clause has been included in this report.

**For Singhi & Co.**  
Chartered Accountants  
Firm Registration No.302049E

**(Shrenik Mehta)**  
Partner  
Membership No. 063769  
UDIN: 25063769BMMIRF9689S

Place: Kolkata  
Dated: May 30, 2025

# Annexure "B" to the Independent Auditor's Report

**(Referred to in paragraph 2 (g) under 'Report on Other Legal and Regulatory Requirements' section of our Independent Auditor's Report of even date to the members of MSP Steel & Power Limited on the Standalone Financial Statements as of and for the year ended March 31, 2025)**

## **Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to Standalone Financial Statements of MSP Steel & Power Limited ("the Company") as at March 31, 2025 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act, 2013.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to Standalone Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial

Statements 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 with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, 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 judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to Standalone Financial Statements.

### **Meaning of Internal Financial Controls with reference to Standalone Financial Statements**

A company's internal financial control with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Standalone Financial Statements 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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

## Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

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

## Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal

financial controls with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2025, based on the criteria for internal financial controls with reference to Standalone Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Singhi & Co.**

Chartered Accountants  
Firm Registration No.302049E

**(Shrenik Mehta)**

Partner

Membership No. 063769  
UDIN: 25063769BMMIRF9689S

Place: Kolkata

Dated: May 30, 2025

# Standalone Balance Sheet

as at March 31, 2025

(₹ in Lakhs)

Sl. No.	Particulars	Note No.	As at 31 <sup>st</sup> March, 2025	As at 31 <sup>st</sup> March, 2024
<b>A</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non-Current Assets</b>			
	(a) Property, Plant and Equipment	3(a)	78,884.54	81,626.45
	(b) Right-of-Use Assets	3(b)	94.53	-
	(c) Intangible Assets	3(c)	48.77	-
	(d) Investment in Subsidiaries and Joint Venture	4	200.28	255.35
	(e) Financial Assets			
	(i) Investments	4	4,283.49	4,035.88
	(ii) Other Financial Assets	5	1,807.23	808.83
	(f) Deferred Tax Assets (Net)	6	-	2,644.23
	(g) Other Non Current Assets	12	573.59	-
			<b>85,892.43</b>	<b>89,370.74</b>
<b>2</b>	<b>Current Assets</b>			
	(a) Inventories	8	47,438.72	49,047.32
	(b) Financial Assets			
	(i) Trade Receivables	9	7,389.24	7,008.39
	(ii) Cash and Cash Equivalents	10	376.06	2,578.12
	(iii) Bank Balances other than (ii) above	11	1,618.86	2,107.54
	(iv) Other Financial Assets	5	30.87	34.26
	(c) Current Tax Assets (Net)	7	1,295.05	993.37
	(d) Other Current Assets	12	9,042.69	12,248.12
			<b>67,191.49</b>	<b>74,017.12</b>
	<b>TOTAL ASSETS</b>		<b>1,53,083.92</b>	<b>1,63,387.86</b>
<b>B</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Equity</b>			
	(a) Equity Share Capital	13	56,679.66	38,541.50
	(b) Other Equity	14	40,925.29	19,430.53
			<b>97,604.95</b>	<b>57,972.03</b>
<b>2</b>	<b>Liabilities</b>			
	<b>Non-Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	15(a)	1,094.00	47,658.51
	(ii) Lease Liabilities	15(b)	51.93	-
	(b) Provisions	16	451.90	378.26
	(c) Deferred Tax Liabilities (Net)	6	448.38	-
			<b>2,046.21</b>	<b>48,036.77</b>
<b>3</b>	<b>Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	17	24,977.58	30,412.86
	(ii) Lease Liabilities	15(b)	44.08	-
	(iii) Trade Payables			
	(a) Total outstanding dues to micro enterprises and small enterprises	18	1,189.23	909.70
	(b) Total outstanding dues to Creditors other than micro enterprises and small enterprises	18	22,037.93	20,743.42
	(iv) Other Financial Liabilities	19	1,846.68	1,568.83
	(b) Other Current Liabilities	20	3,323.78	3,735.16
	(c) Provisions	16	13.48	9.09
			<b>53,432.76</b>	<b>57,379.06</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,53,083.92</b>	<b>1,63,387.86</b>
	Material Accounting Policies and accompanying notes are an integral part of these standalone financial statement	1-50		

As per our report of even date:

For and on behalf of Board of Directors

For **Singhi & Co.**

Chartered Accountants

Firm Registration No.-302049E

**Shrenik Mehta**

Partner

Membership No.-063769  
Kolkata, 30<sup>th</sup> May, 2025

**Suresh Kumar Agrawal**

Chairman

DIN - 00587623

**Kamal Kumar Jain**

Chief Financial Officer

**Manish Agrawal**

Joint Managing Director

DIN - 00129240

**Shreya Kar**

Company Secretary

Mem No. A41041

# Statement of Standalone Profit & Loss

for the year ended March 31, 2025

(₹ in Lakhs)

Particulars	Notes	2024-25	2023-24
<b>(I) INCOME</b>			
(a) Revenue from Operations	21	2,90,524.78	2,87,385.40
(b) Other Income	22	358.02	3,835.85
<b>Total (I)</b>		<b>2,90,882.80</b>	<b>2,91,221.25</b>
<b>(II) EXPENSES</b>			
(a) Cost of Materials Consumed	23	2,35,525.19	2,33,192.41
(b) Purchases of Stock in Trade	24	379.48	221.87
(c) Changes in Inventories of Finished Goods, By-products, Work in Progress and Stock in Trade	25	(415.17)	(3,914.43)
(d) Employee Benefits Expense	26	7,751.78	6,651.08
(e) Finance Costs	27	8,111.57	8,763.68
(f) Depreciation and Amortization Expenses	28	5,374.26	5,540.54
(g) Other Expenses	29	33,934.73	38,693.29
<b>Total (II)</b>		<b>2,90,661.84</b>	<b>2,89,148.44</b>
<b>Profit/(Loss) before Exceptional Item and Tax (I-II)</b>		<b>220.96</b>	<b>2,072.81</b>
<b>Exceptional Items</b>		<b>-</b>	<b>-</b>
<b>Profit/(Loss) Before Tax</b>		<b>220.96</b>	<b>2,072.81</b>
<b>Tax Expenses</b>	31		
Current Tax		-	-
Income tax for Earlier Year		-	-
Deferred Tax		3,091.94	633.91
<b>Total Tax Expenses</b>		<b>3,091.94</b>	<b>633.91</b>
<b>Profit/(Loss) for the Year</b>		<b>(2,870.98)</b>	<b>1,438.90</b>
<b>Other Comprehensive Income</b>	32		
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit plans		(79.24)	(78.78)
(b) Equity Instruments through Other Comprehensive Income		247.61	(71.87)
(c) Income taxes on items that will not be reclassified to profit or loss		(0.67)	(45.75)
<b>Other Comprehensive Income (Net of Tax)</b>		<b>167.70</b>	<b>(196.40)</b>
<b>Total Comprehensive Income for the year</b>		<b>(2,703.28)</b>	<b>1,242.50</b>
<b>Earnings per equity share of face value of ₹ 10/- each</b>	33		
Basic (₹)		(0.62)	0.37
Diluted (₹)		(0.62)	0.35
Material Accounting Policies and accompanying notes are an integral part of these standalone financial statements.	1-50		

As per our report of even date:

For and on behalf of Board of Directors

For **Singhi & Co.**  
 Chartered Accountants  
 Firm Registration No.-302049E

**Suresh Kumar Agrawal**  
 Chairman  
 DIN - 00587623

**Manish Agrawal**  
 Joint Managing Director  
 DIN - 00129240

**Shrenik Mehta**  
 Partner  
 Membership No.-063769  
 Kolkata, 30<sup>th</sup> May, 2025

**Kamal Kumar Jain**  
 Chief Financial Officer

**Shreya Kar**  
 Company Secretary  
 Mem No. A41041

# Standalone Cash Flow Statement

for the year ended March 31, 2025

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
<b>1. Net Profit/(Loss) before taxes</b>	<b>220.96</b>	<b>2,072.81</b>
<b>2. Adjustments for:</b>		
Depreciation & Amortization Expenses	5,374.26	5,540.54
Interest Income	(221.17)	(180.51)
Finance Costs	8,001.88	8,724.52
Profit on sale of Investments	–	(4.80)
Impairment Allowance on Investment in Subsidiary	55.07	–
Provision for Doubtful debts/ Advances/ Deposits and Claims(Net)	6.71	(3,075.13)
Unrealised (Profit)/Loss on Foreign Exchange Fluctuations	109.69	(147.80)
<b>3. Operating Profit before working capital changes (1+2)</b>	<b>13,547.40</b>	<b>12,929.63</b>
<b>4. Changes in Operating Assets &amp; Liabilities:</b>		
(Increase)/ Decrease in Trade & Other Receivables	2,620.16	5,429.60
(Increase)/ Decrease in Inventories	1,608.60	(659.54)
Increase/ (Decrease) in Trade & Other Payables	1,408.34	(226.87)
Increase/ (Decrease) in Provisions	(1.20)	(119.55)
<b>5. Cash generated from Operations (3+4)</b>	<b>19,183.30</b>	<b>17,353.27</b>
6. Less: Income Taxes Paid	301.68	322.44
<b>7. Net Cash generated from Operating Activities (5-6)</b>	<b>18,881.62</b>	<b>17,030.83</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Property, Plant & Equipment including Intangible Assets	(3,245.07)	(4,569.96)
Sale of Investments	–	12.87
Fixed Deposit given in form of Margin Money	(312.02)	(746.42)
Interest received	224.55	201.78
<b>Net cash generated/(used) in investing activities</b>	<b>(3,332.54)</b>	<b>(5,101.73)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Repayment of Long Term Borrowings	(6,790.80)	(6,873.21)
Short Term Borrowings Received/ (paid) (Net)	(2,441.27)	984.52
Interest and Other Finance Expenses Paid	(8,491.20)	(4,528.88)
Repayment of Lease Liabilities	(10.95)	–
Share Issue Expenses	(16.92)	–
<b>Net cash used in financing activities</b>	<b>(17,751.14)</b>	<b>(10,417.57)</b>
<b>D. Net Change in Cash and Cash equivalents (A+B+C)</b>	<b>(2,202.06)</b>	<b>1,511.53</b>
<b>E1 Cash and Cash equivalents as at the beginning of the year</b>	<b>2,578.12</b>	<b>1,066.59</b>
<b>E2 Cash and Cash equivalents as at the end of the year</b>	<b>376.06</b>	<b>2,578.12</b>
<b>Net Change in Cash and Cash equivalents (E2-E1)</b>	<b>(2,202.06)</b>	<b>1,511.53</b>

## Note

- a) The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS -7) - Statement of Cash Flow
- b) Components of Cash and Cash equivalents

(₹ in Lakhs)

Particulars	2024-25	2023-24
Cash on hand	12.51	12.92
Balances with Banks		
– In Current Accounts	363.55	2,564.99
– Debit Balances in Cash Credit Account	–	0.21
	<b>376.06</b>	<b>2,578.12</b>

# Standalone Cash Flow Statement

for the year ended March 31, 2025

## c) Reconciliation for total liability arising from financing activities :

Head	01 <sup>st</sup> April 2024	Cash Flow	Non Cash Adjustments			Interest and Other Finance Expenses / Rent Paid*	31 <sup>st</sup> March 2025
			Additions	Conversion to Equity Shares	Interest Expenses*		
Long Term Borrowings**	52,585.52	(6,790.80)	-	42,353.12	5,475.66	5,999.95	<b>2,917.31</b>
Lease Liabilities	-	-	104.17	-	2.79	10.95	<b>96.01</b>
Other Financial Liabilities ***	264.94	-	-	-	29.41	-	<b>294.35</b>
Borrowings - Current	25,485.86	(2,441.27)	-	-	2,600.94	2,491.26	<b>23,154.27</b>
<b>Total</b>	<b>78,336.32</b>	<b>(9,232.07)</b>	<b>104.17</b>	<b>42,353.12</b>	<b>8,108.80</b>	<b>8,502.16</b>	<b>26,461.94</b>

Head	01 <sup>st</sup> April 2023	Cash Flow	Non Cash Adjustments		Interest and Other Finance Expenses Paid*	31 <sup>st</sup> March 2024
			Additions	Interest Expenses*		
Long Term Borrowings**	55,404.51	(6,873.21)	-	6,263.19	2,208.97	<b>52,585.52</b>
Lease Liabilities	-	-	-	-	-	<b>-</b>
Other Financial Liabilities ***	123.52	-	-	141.42	-	<b>264.94</b>
Borrowings - Current	24,501.34	984.52	-	2,319.91	2,319.91	<b>25,485.86</b>
<b>Total</b>	<b>80,029.37</b>	<b>(5,888.69)</b>	<b>-</b>	<b>8,724.52</b>	<b>4,528.88</b>	<b>78,336.32</b>

\* Interest expenses/paid also include the Other Financial Charges expenses/paid, interest on lease liability, rent paid on ROU assets and the Foreign Exchange Fluctuations on FCNRB Loan on during the year.

\*\* Long term borrowings include current maturities grouped under Short term borrowings

\*\*\* Represents interest accrued.

Material Accounting Policies and accompanying notes are an integral part of these standalone financial statements.

As per our report of even date:

For and on behalf of Board of Directors

For **Singhi & Co.**

Chartered Accountants

Firm Registration No.-302049E

**Suresh Kumar Agrawal**

Chairman

DIN - 00587623

**Manish Agrawal**

Joint Managing Director

DIN - 00129240

**Shrenik Mehta**

Partner

Membership No.-063769

Kolkata, 30<sup>th</sup> May, 2025

**Kamal Kumar Jain**

Chief Financial Officer

**Shreya Kar**

Company Secretary

Mem No. A41041

# Standalone Statement of Changes in Equity

for the year ended March 31, 2024

## A. Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
As at the beginning of the year	38,541.50	38,541.50
Changes in equity share capital during the year	18,138.16	–
<b>As at the end of the year</b>	<b>56,679.66</b>	<b>38,541.50</b>

## B. Other Equity

Particulars	Reserve & Surplus		Equity component of Preference Shares	Equity Component of Optionally Convertible Debenture*	Equity Instruments through Other Comprehensive Income	Total
	Securities Premium	Retained Earnings				
<b>Balance as at 1<sup>st</sup> April, 2023</b>	<b>15,055.59</b>	<b>(28,982.28)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>495.29</b>	<b>18,188.03</b>
Profit/ (Loss) for the year	–	1,438.90	–	–	–	1,438.90
Remeasurement benefits	–	(78.78)	–	–	–	(78.78)
Gain/ (Loss) (Net of tax)	–	–	–	–	–	–
Fair Value of Equity	–	–	–	–	(117.62)	(117.62)
Instrument through FVOCI	–	–	–	–	–	–
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>15,055.59</b>	<b>(27,622.16)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>377.67</b>	<b>19,430.53</b>
<b>Balance as at 1<sup>st</sup> April, 2024</b>	<b>15,055.59</b>	<b>(27,622.16)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>377.67</b>	<b>19,430.53</b>
Profit/ (Loss) for the year	–	(2,870.98)	–	–	–	(2,870.98)
Issue of Share Capital	46,767.87	–	–	–	–	46,767.87
Share Issue Expenses	(16.92)	–	–	–	–	(16.92)
Adjustment on Conversion of OCD into Equity	–	–	–	(22,552.91)	–	(22,552.91)
Remeasurement benefits	–	(79.91)	–	–	–	(79.91)
Gain/ (Loss) (Net of tax)	–	–	–	–	–	–
Fair Value of Equity	–	–	–	–	247.61	247.61
Instrument through FVOCI	–	–	–	–	–	–
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>61,806.54</b>	<b>(30,573.05)</b>	<b>3,112.99</b>	<b>5,953.53</b>	<b>625.28</b>	<b>40,925.29</b>

\* Refer Note 15.1.(b)

Material Accounting Policies and accompanying notes are an integral part of these standalone financial statements.

As per our report of even date:

For and on behalf of Board of Directors

For **Singhi & Co.**

Chartered Accountants  
Firm Registration No.-302049E

**Shrenik Mehta**

Partner  
Membership No.-063769  
Kolkata, 30<sup>th</sup> May, 2025

**Suresh Kumar Agrawal**

Chairman  
DIN - 00587623

**Kamal Kumar Jain**

Chief Financial Officer

**Manish Agrawal**

Joint Managing Director  
DIN - 00129240

**Shreya Kar**

Company Secretary  
Mem No. A41041

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## COMPANY BACKGROUND

**MSP Steel & Power Limited** ("the Company") is a public limited Company incorporated in India with its registered office in Kolkata, West Bengal, India. The Company is listed on the Bombay Stock Exchange Limited and the National Stock Exchange of India Limited.

The Company is engaged in manufacturing and trading of sale of iron and steel products and generation of power. The Company has a manufacturing plant at Raigarh, Chhattisgarh, India.

## 1. MATERIAL ACCOUNTING POLICIES

### 1.1. Basis of Preparation of financial statements

#### 1.1.1. Compliance with Ind-AS

These financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), other relevant provisions of the Act and other accounting principles generally accepted in India.

#### 1.1.2. Basis of Preparation of Financial Statements:

The financial statements have been prepared on historical cost basis, except for following:

- Financial assets and liabilities (including derivative instruments) that is measured at Fair value;
- Defined benefit plans – plan assets measured at fair value.

#### 1.1.3. Classification of current and non-current

All assets and liabilities have been classified as current or non-current in accordance with the Company's normal operating cycle and the criteria set out in Ind AS 1 – Presentation of Financial Statements and Schedule III to the Companies Act, 2013. Considering the nature of its products and the time between the acquisition of assets for processing and their realization in cash or cash equivalents, the Company has determined its operating cycle to be 12 months for the purpose of such classification.

#### 1.1.4. Recent Accounting Pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting

Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has assessed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements. On May 9, 2025, MCA notifies the amendments to Ind AS 21 – Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Company is currently assessing the probable impact of these amendments on its financial statements.

## 1.2. MATERIAL ACCOUNTING POLICIES

### A. Property, Plant and Equipment

#### Measurement at recognition:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses (if any).

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Expenses directly attributable to new manufacturing facility during its construction period are capitalized if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## Depreciation:

Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of following categories of assets located in India, in which case the life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Class of Assets	Years
Buildings	10 to 60 years
Plant & Equipments	2 to 40 years
Vehicles	8 to 10 years
Office Equipments	3 to 5 years

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

## De-recognition:

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

## B. Intangible assets

### Measurement at recognition:

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date

of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any.

## Amortization:

Intangible Assets with finite lives are amortized on a Straight-Line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognized in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below:

Particulars	No. of Years
Computer Software	5

The amortization period and the amortization method for an intangible asset with finite useful life is reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

## De-recognition:

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the De-recognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the Statement of Profit and Loss when the asset is derecognized.

## C. Impairment of non-financial assets

Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Tangible and other intangible assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

inflows from other assets or groups of assets (cash generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

An impairment loss recognised in prior periods for an asset (or a cash generating unit) shall be reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If this is the case, the carrying amount of the asset shall, be increased to its recoverable amount. That increase is a reversal of an impairment loss.

Where an impairment loss subsequently reverses, the carrying value of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised in the Statement of Profit and Loss immediately.

## D. Revenue Recognition

Revenue from contracts with customers is recognized on transfer of control of promised goods/services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods/services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods/services sold is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

**Sale of products:** Revenue from sale of products is recognized when the control on the goods has been transferred to the customer.

The performance obligation in case of sale of product is satisfied at a point in time i.e., when the material is shipped to the customer or on delivery to the customer, as may be specified in the contract. No element of financing is deemed present as the sales are generally made with a credit term which is consistent with market practice. The Company does not have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year.

## Sale of power:

Revenue from sale of Power is recognized on the basis of Electrical Units generated net of transmission loss as applicable when no significant uncertainty as to measurability & collectability exists.

**Interest and dividends:** Interest income is recognized using effective interest method. Dividend income is recognized when the right to receive payments established.

## E. Inventories

Raw materials, work-in-progress, finished goods, stores, spares, components, consumables, and stock- in trade are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by item basis. By-product is valued at net realizable value.

In determining the cost of raw materials, stock-in-trade, stores, spares, components, consumables, and other inventories weighted average cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-progress includes the cost of raw materials, an appropriate share of fixed and variable production overheads as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

## F. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### F.1. Financial Assets

- **Initial recognition and measurement:** Financial Assets include Investments, Trade Receivables, Advances, Security Deposits, Fixed Deposits and Cash and Cash Equivalents. Such assets are initially recognized at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.
- **Subsequent measurement:** For purposes of subsequent measurement, financial assets are classified in four categories:
  1. Measured at Amortized Cost;
  2. Measured at Fair Value Through Other Comprehensive Income (FVTOCI); and
  3. Measured at Fair Value Through Profit or Loss (FVTPL);
- Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.
- **Financial assets measured at amortized cost:** A financial asset is measured at the amortized cost if both the following conditions are met:
  - The Company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and
  - The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method.

- **Financial assets measured at FVTOCI:** A financial asset is measured at FVTOCI if both of the following conditions are met:
  - The Company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and
  - The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Company, through an irrevocable election at initial recognition, has measured investments in equity instruments at FVTOCI. This equity instruments are neither held for trading nor are contingent consideration recognized under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognized in OCI. However, the Company recognizes dividend income from such instruments in the Statement of Profit and Loss.

On De-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

- **Financial assets measured at FVTPL:** A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above.

This is a residual category applied to all other investments of the Company. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

- De-recognition:** Financial assets are derecognized when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. Concurrently, if the asset is one that is measured at:
  - (a) Amortized cost, the gain or loss is recognized in the Statement of Profit and Loss;
  - (b) Fair Value through other comprehensive income, the cumulative Fair Value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative Fair Value adjustments previously taken to reserves is reclassified within equity.

Where the entity has not transferred substantially all risks and regards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset.

- Impairment of financial assets:**

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS – 109 requires expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for all contract assets and/ or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition

## F.2. Financial liabilities and equity instruments

### Classification as debt or equity

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

#### F.2.1. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

#### F.2.2. Financial liabilities

##### *Recognition and Initial Measurement:*

The Company recognises a financial liability in its balance sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognised initially at fair value and, in the case of financial liabilities at amortised cost, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, borrowings including bank overdrafts, lease liabilities and derivative financial instruments.

##### *Subsequent Measurement:*

Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

**De-recognition:** A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## G. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

## H. Derivatives

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other income/ expenses.

## I. Investments in subsidiaries, associates and joint ventures

Investments in subsidiaries, associates and joint ventures are carried at cost/deemed cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of investment is assessed and an impairment provision is recognized, if required immediately to its recoverable amount. On disposal of such investments, difference between the net disposal proceeds and carrying amount is recognized in the statement of profit and loss.

## J. Measurement of Fair Values

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to

quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

- **Level 1** - quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level 2** - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- **Level 3** - inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

## K. Foreign Currency Translation

**Initial Recognition:** On initial recognition, transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss except for exchange differences relating to foreign currency borrowings or borrowings in functional currency converted into foreign currency borrowings when they are regarded as an adjustment to interest costs on those foreign currency borrowings, the balance is presented in the Statement of Profit and Loss within finance costs.

**Measurement of foreign currency items at reporting date:** Foreign currency monetary items of the Company are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## L. Income Taxes

Taxes on income comprise of current taxes and deferred taxes. Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period. Deferred tax assets are recognized for the future tax consequences to the extent it is probable that future taxable profits will be available against which such unused tax losses can be utilized. Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable. Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

**Minimum Alternative Tax (MAT)** Tax Credit is recognized in respect of Minimum Alternate Tax (MAT) as per the provisions of Section 115JAA/115JB of the Income Tax Act, 1961 based on convincing evidence that the Company will recover the same against normal income tax within the statutory time frame which is reviewed at each Balance Sheet Date. Also refer note no. 30.

## M. Provisions, Contingent Liabilities & Contingent Assets

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable

that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

## N. Cash and Cash Equivalents

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances and demand deposits with banks where the original maturity is three months or less.

## O. Employee Benefits

**Short Term Employee Benefits:** All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss of the year in which related service is rendered.

**Compensated absences:** Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognized based on actuarial valuation at the present value of the obligation as on the reporting date.

### Post-Employment Benefits:

**Provident Fund scheme:** Retirement benefit in the form of Provident Fund is a defined

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

contribution scheme and the company recognizes contribution payable to the provident fund scheme as expenditure when an employee renders the related service. The Company has no obligations other than the contribution payable to the respective funds.

**Gratuity scheme:** Gratuity liability, being a defined benefit obligation, is provided for on the basis of an actuarial valuation on Projected Unit Credit method made at the end of each financial year.

## Recognition and measurement of Defined Benefit plans:

The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if applicable. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in other comprehensive income. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss.

## P. Leases

### The Company as lessee

The Company assesses whether a contract is or contains a lease, at inception of a contract. The assessment involves the exercise of judgement about whether (i) the contract involves the use of an identified asset, (ii) the Company has substantially all of the economic benefits from the use of the asset through the period of the lease, and (iii) the Company has the right to direct the use of the asset.

The Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability at

the lease commencement date. The ROU asset is initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

The ROU asset is depreciated using the straight line method from the commencement date to the earlier of, the end of the estimated useful life of the ROU asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company uses an incremental borrowing rate specific to the Company, term and currency of the contract. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability include fixed payments, variable lease payments that depend on an index or a rate known at the commencement date; and extension option payments or purchase options payment which the Company is reasonably certain to exercise.

Variable lease payments that do not depend on an index or rate are not included in the measurement the lease liability and the ROU asset. The related payments are recognized as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "other expenses" in the statement of profit or loss.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made and remeasured (with a corresponding adjustment to the related ROU asset) when there is a change in future lease payments in case of renegotiation,

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

changes of an index or rate or in case of reassessment of options.

## Short-term leases and leases of low-value assets:

The Company has elected not to recognize ROU assets and lease liabilities for short term leases as well as low value assets and recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

## Q. Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

## R. Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders are divided with the weighted average number of shares outstanding during the year after adjustment for the effects of all dilutive potential equity shares.

## S. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

## T. Rounding Off

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per requirement of Schedule III, unless otherwise stated.

## 2. KEY ACCOUNTING ESTIMATES & JUDGEMENTS:

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

### 2.1. Significant judgments when applying Ind AS 115

Revenue is recognized upon transfer of control of promised products to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. The Company exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

### 2.2. Useful lives of depreciable assets

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

### 2.3. Defined benefit obligation

The cost of post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, expected rate of return on assets, future salary increases and mortality rates. Due to the long term nature of these plans such estimates are subject to significant uncertainty.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 2.4. Impairment of financial assets

The Company assesses impairment based on Expected Credit Losses (ECL) model on trade receivables. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analysed.

## 2.5. Impairment of Investment in Subsidiary

The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the respective company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

## 2.6. Recoverability of advances/ receivables

At each balance sheet date, based on discussions with the respective counterparties and internal assessment of their credit worthiness, the management assesses the recoverability of

outstanding receivables and advances. Such assessment requires significant management judgement based on financial position of the counterparties, market information and other relevant factor.

## 2.7. Contingent assets and liabilities, uncertain assets and liabilities

Liabilities that are uncertain in timing or amount are recognized when a liability arises from a past event and an outflow of cash or other resources is probable and can be reasonably estimated. Contingent liabilities are possible obligations where a future event will determine whether Company will be required to make a payment to settle the liability, or where the size of the payment cannot be determined reliably. Material contingent liabilities are disclosed unless a future payment is considered remote. Evaluation of uncertain liabilities and contingent liabilities and assets requires judgment and assumptions regarding the probability of realization and the timing and amount, or range of amounts, that may ultimately be incurred. Such estimates may vary from the ultimate outcome as a result of differing interpretations of laws and facts.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 3(a). Property, Plant & Equipment

(₹ in Lakhs)

Particulars	Freehold Land	Factory Buildings	Other Buildings	Plant & Equipments	Furniture & Fixtures	Vehicles	Office Equipment	Total
<b>GROSS CARRYING VALUE</b>								
<b>Balance as at 01<sup>st</sup> April, 2023</b>	<b>961.67</b>	<b>11,790.60</b>	<b>7,681.07</b>	<b>1,06,402.71</b>	<b>72.74</b>	<b>209.85</b>	<b>114.05</b>	<b>1,27,232.69</b>
Additions	-	-	-	4,579.42	-	-	12.78	4,592.20
Deductions	20.31	-	-	-	-	38.54	-	58.85
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>941.36</b>	<b>11,790.60</b>	<b>7,681.07</b>	<b>1,10,982.13</b>	<b>72.74</b>	<b>171.31</b>	<b>126.83</b>	<b>1,31,766.04</b>
Additions	-	-	-	2,501.22	39.80	-	80.46	2,621.48
Deductions	-	-	-	-	-	-	-	-
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>941.36</b>	<b>11,790.60</b>	<b>7,681.07</b>	<b>1,13,483.35</b>	<b>112.54</b>	<b>171.31</b>	<b>207.29</b>	<b>1,34,387.52</b>
<b>ACCUMULATED DEPRECIATION</b>								
<b>Balance as at 01<sup>st</sup> April, 2023</b>	<b>-</b>	<b>3,438.31</b>	<b>2,274.22</b>	<b>38,697.13</b>	<b>47.95</b>	<b>124.44</b>	<b>65.59</b>	<b>44,647.64</b>
Depreciation expense	-	429.79	284.28	4,782.27	3.30	13.58	15.34	5,528.56
Deductions	-	-	-	-	-	36.61	-	36.61
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>-</b>	<b>3,868.10</b>	<b>2,558.50</b>	<b>43,479.40</b>	<b>51.25</b>	<b>101.41</b>	<b>80.93</b>	<b>50,139.59</b>
Depreciation expense	-	429.79	189.65	4,702.35	6.20	13.58	21.82	5,363.39
Deductions	-	-	-	-	-	-	-	-
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>-</b>	<b>4,297.89</b>	<b>2,748.15</b>	<b>48,181.75</b>	<b>57.45</b>	<b>114.99</b>	<b>102.75</b>	<b>55,502.98</b>
<b>NET CARRYING VALUE</b>								
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>941.36</b>	<b>7,922.50</b>	<b>5,122.57</b>	<b>67,502.73</b>	<b>21.49</b>	<b>69.90</b>	<b>45.90</b>	<b>81,626.45</b>
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>941.36</b>	<b>7,492.71</b>	<b>4,932.92</b>	<b>65,301.60</b>	<b>55.09</b>	<b>56.32</b>	<b>104.54</b>	<b>78,884.54</b>

- (i) The Company does not have any immovable property (other than the properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the Company.
- (ii) For Lien/ charge details against Property, Plant & Equipment [Refer Note 44]

## 3(b) Right-Of-Use Assets

(₹ in Lakhs)

Particulars	Leasehold Land	Buildings	As at 31 <sup>st</sup> March 2025
<b>As at the beginning of the year</b>			
Additions during the year	3.92	100.25	104.17
Depreciation	0.69	8.95	9.64
<b>As at the end of the year</b>	<b>3.23</b>	<b>91.30</b>	<b>94.53</b>

All lease agreements are duly executed in favour of the Company.

## 3(b) Right-Of-Use Assets

(₹ in Lakhs)

Particulars	Leasehold Land	Buildings	As at 31 <sup>st</sup> March 2024
<b>As at the beginning of the year</b>			
Additions during the year	-	-	-
Depreciation	-	-	-
<b>As at the end of the year</b>	<b>-</b>	<b>-</b>	<b>-</b>

## 3(c) Intangible Assets

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>As at the beginning of the year</b>		
Capitalized during the year	50.00	-
Amortized during the year	1.23	11.98
<b>As at the end of the year</b>	<b>48.77</b>	<b>-</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 4. Non Current Investments

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Number of Shares / Units	(₹ in Lakhs)	Number of Shares / Units	(₹ in Lakhs)
<b>(a) Unquoted Investments in Equity Instruments</b>				
<b>(i) In Subsidiaries (at cost)</b>				
MSP Cement Limited (₹ 10 each)	5,80,698	58.07	5,80,698	58.07
Less: Impairment Loss		(55.07)		-
		<b>3.00</b>		<b>58.07</b>
Prateek Mines & Minerals Private Limited (₹ 10 each)	57,000	65.32	57,000	65.32
		<b>65.32</b>		<b>65.32</b>
<b>(ii) In Joint Venture (at cost)</b>				
Madanpur South Coal Company Limited (₹ 10 each)	94,427	131.96	94,427	131.96
		<b>131.96</b>		<b>131.96</b>
Investment in Subsidiary & Joint Venture (i+ii)		<b>200.28</b>		<b>255.35</b>
<b>(iii) In Others (at fair value through OCI)</b>				
Jaik Leasing Private Limited (₹ 10 each)	22,117	16.79	22,117	45.26
MSP Sponge Iron Limited (₹ 10 each)	3,13,000	310.88	3,13,000	331.20
Kamyabi Vanijya Private Limited (₹ 10 each) *	800	0.84	-	-
Catapult Fincap Limited (₹ 10 each) formerly known as MSP Power Limited	-	-	8,000	0.92
M.A Hire Purchase Private Limited (₹ 10 each)	38,34,623	3,771.35	38,34,623	3,643.28
		<b>4,099.86</b>		<b>4,020.66</b>
<b>(b) Quoted Investments in Equity Instruments (at fair value through OCI)</b>				
Howrah Gases Limited (₹ 10 each)	93,700	183.63	93,700	15.00
Nageshwar Investment Limited (₹ 10 each)	11,000	-	11,000	0.22
		<b>183.63</b>		<b>15.22</b>
<b>Non Current Investments at fair value (a(iii)+b)</b>		<b>4,283.49</b>		<b>4,035.88</b>
<b>TOTAL ( a+b )</b>		<b>4,483.77</b>		<b>4,291.23</b>
Aggregate carrying value of Quoted Investments		183.63		15.22
Aggregate market value of the Quoted Investments		183.63		15.22
Aggregate carrying value of unquoted Investments		4,099.86		4,020.66
Aggregate amount of impairment in value of investment		55.07		-

\* Catapult Fincap Limited has merged with Kamyabi Vanijya Private Limited vide NCLT Order passed dated 07<sup>th</sup> August 2024.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 5. Other Financial Assets

(₹ in Lakhs)

Particulars	Non - Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Unsecured, Considered Good Unless Otherwise Stated</b>				
Security Deposit	466.28	268.58	-	-
Interest Accrued on Bank Deposits and Others	-	-	30.87	34.26
Deposits with Banks - Earmarked for LC & BG (Refer Note No. 11)	1,340.95	540.25	-	-
<b>Total</b>	<b>1,807.23</b>	<b>808.83</b>	<b>30.87</b>	<b>34.26</b>

## 6. Deferred Tax Assets/(Liabilities) (NET)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Deferred Tax Liabilities :</b>		
Tax impact on difference between book value of depreciable assets and written down value for tax purpose	(12,336.08)	(15,383.72)
<b>Deferred Tax Assets :</b>		
Mark to Market Valuation of Investments	21.09	41.71
Allowable under deferred tax basis in Income Tax	974.74	1,083.99
Unabsorbed Depreciation	10,891.87	14,253.54
MAT Credit Entitlement	-	2,648.71
<b>(448.38)</b>	<b>2,644.23</b>	

**Movement in deferred tax asset and deferred tax liabilities during the year ended 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2025**

(₹ in Lakhs)

Particulars	As at 1 <sup>st</sup> April, 2023	Recognized in Statement of Profit & Loss	Recognized in OCI	As at 31 <sup>st</sup> March, 2024
<b>Deferred Income Tax Liabilities</b>				
Tax Impact on difference between book value of depreciable assets and written down value for tax purpose	(15,299.83)	(83.89)	-	<b>(15,383.72)</b>
<b>(15,299.83)</b>	<b>(83.89)</b>	<b>-</b>	<b>(15,383.72)</b>	
<b>Deferred Income Tax Assets</b>				
Mark to Market Valuation of Investments	(28.62)	-	70.33	<b>41.71</b>
Allowance for expected credit loss	1,839.92	(959.43)	-	<b>880.49</b>
Expense allowed under Income Tax on payment basis	130.72	188.87	(116.08)	<b>203.50</b>
Unabsorbed depreciation	14,033.00	220.54	-	<b>14,253.54</b>
MAT Credit Entitlement	2,648.71	-	-	<b>2,648.71</b>
<b>18,623.73</b>	<b>(550.02)</b>	<b>(45.75)</b>	<b>18,027.95</b>	
<b>Deferred Tax Assets (Net)</b>	<b>3,323.90</b>	<b>(633.91)</b>	<b>(45.75)</b>	<b>2,644.23</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 6. Deferred Tax Assets/(Liabilities) (NET) (Contd..)

(₹ in Lakhs)

Particulars	As at 1 <sup>st</sup> April, 2024	Recognized in Statement of Profit & Loss	Recognized in OCI	As at 31 <sup>st</sup> March, 2025
<b>Deferred Income Tax Liabilities</b>				
Tax Impact on difference between book value of depreciable assets and written down value for tax purpose	(15,383.72)	3,047.64	-	(12,336.08)
	<b>(15,383.72)</b>	<b>3,047.64</b>	<b>-</b>	<b>(12,336.08)</b>
<b>Deferred Income Tax Assets</b>				
Mark to Market Valuation of Investments	41.71	-	(20.62)	21.09
Allowance for expected credit loss	880.49	(168.54)	-	711.95
Expense allowed under Income Tax on payment basis	203.50	39.34	19.95	262.79
Unabsorbed depreciation	14,253.54	(3,361.67)	-	10,891.87
MAT Credit Entitlement	2,648.71	(2,648.71)	-	-
	<b>18,027.95</b>	<b>(6,139.58)</b>	<b>(0.67)</b>	<b>11,887.70</b>
<b>Deferred Tax Assets/(Liabilities) (Net)</b>	<b>2,644.23</b>	<b>(3,091.94)</b>	<b>(0.67)</b>	<b>(448.38)</b>

The Company is subject to Income Tax in India on the basis of Standalone Financial Statements. As per the Income Tax Act, 1961, in the previous year, the Company was liable to pay income tax which is the higher of regular income tax payable and the amount payable based on the provisions applicable for Minimum Alternate Tax (MAT). However, from the current year, the Company has opted the option u/s 115 BAA of the Income Tax Act, 1961; introduced by the Taxation Laws (Amendment) Act, 2019, which gives irreversible option for payment of Income Tax at reduced rate subject to certain conditions.

In view of above, MAT Credit of ₹ 2,648.71 Lakhs accounted for in earlier years has been reversed during the current year. Further, Deferred Tax Assets/Liabilities also have been measured/re-measured at the rates specified under new regime.

## 7. Income Tax Assets (Net)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Advance Income Tax & TDS (Net of provision for taxation - Nil, PY - Nil)	213.01	310.21
Income Tax Receivable	1,082.04	683.16
	<b>1,295.05</b>	<b>993.37</b>

## 8. Inventories (Valued at Lower of Cost and Net Realizable Value)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Raw Materials and Components [includes in transit ₹ 726.29 lakhs (31 <sup>st</sup> March 2024 : ₹ 3,237.72 lakhs)]	27,726.92	30,028.36
Work - in - Progress	5,478.03	4,896.16
Finished Goods [includes in transit ₹ 174.88 lakhs (31 <sup>st</sup> March 2024 : ₹ 124.79 lakhs)]	8,466.53	8,265.43
Stores and Spares [includes in transit ₹ 543.51 lakhs (31 <sup>st</sup> March 2024 : Nil)]	5,064.65	4,205.40
By Products (at Net Realisable Value)	698.43	1,651.97
Stock in Trade	4.16	-
<b>Total</b>	<b>47,438.72</b>	<b>49,047.32</b>

**8.1** For Lien/ charge details against inventory [Refer Note 44]

**8.2** Value of inventory of stores and spares above is stated after provisions of ₹ 98.58 Lakhs (March 31, 2024: ₹ 96.65 Lakhs) for write-downs to net realisable value and provision for slow-moving and obsolete items.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 9. Trade Receivables

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>At amortised cost</b>		
- Trade Receivables considered good - Unsecured	7,406.42	7,022.81
- Trade Receivables which have significant increase in credit risk	2,114.44	2,109.80
- Trade Receivables - credit impaired	-	-
Less: Expected Credit Loss Allowance	(2,131.62)	(2,124.22)
<b>Total trade receivables</b>	<b>7,389.24</b>	<b>7,008.39</b>
- Receivables from related parties (Refer Note 41)	748.78	481.06
- Others	6,640.46	6,527.33
<b>Total trade receivables</b>	<b>7,389.24</b>	<b>7,008.39</b>

**9.1** For Lien/ charge details against trade receivables [Refer Note 44]

**9.2** No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person.

## 9.3 Trade Receivable Ageing Schedule

(₹ in Lakhs)

Particulars	Outstanding from due date of payment as on March 31, 2025					
	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total
Undisputed-Considered good	7,369.28	16.41	14.20	6.53	-	7,406.42
Undisputed- Which have significant increase in credit risk	-	-	-	-	2,114.44	2,114.44
Undisputed- Credit impaired	-	-	-	-	-	-
Disputed-Considered good	-	-	-	-	-	-
Disputed- Which have significant increase in credit risk	-	-	-	-	-	-
Disputed- Credit impaired	-	-	-	-	-	-
<b>Gross Total</b>	<b>7,369.28</b>	<b>16.41</b>	<b>14.20</b>	<b>6.53</b>	<b>2,114.44</b>	<b>9,520.86</b>
Less: Credit Loss allowance on Trade Receivables					(2,131.62)	
<b>Total</b>						<b>7,389.24</b>

(₹ in Lakhs)

Particulars	Outstanding from due date of payment as on March 31, 2024					
	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total
Undisputed-Considered good	6,994.58	13.81	6.23	8.19	-	7,022.81
Undisputed- Which have significant increase in credit risk	-	-	-	-	2,109.80	2,109.80
Undisputed- Credit impaired	-	-	-	-	-	-
Disputed-Considered good	-	-	-	-	-	-
Disputed- Which have significant increase in credit risk	-	-	-	-	-	-
Disputed- Credit impaired	-	-	-	-	-	-
<b>Gross Total</b>	<b>6,994.58</b>	<b>13.81</b>	<b>6.23</b>	<b>8.19</b>	<b>2,109.80</b>	<b>9,132.61</b>
Less: Credit Loss allowance on Trade Receivables					(2,124.22)	
<b>Total</b>						<b>7,008.39</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 9. Trade Receivables (Contd..)

### 9.4 Set out below is the movement in the allowance for expected credit losses of trade receivables

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Opening Balance</b>	<b>2,124.22</b>	<b>2,148.10</b>
Provision/(Reversal) for Expected Credit Loss	7.40	(23.88)
<b>Closing Balance</b>	<b>2,131.62</b>	<b>2,124.22</b>

### 9.5 Breakup of Impairment Loss Allowance

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
- Trade Receivables considered good - Unsecured	17.18	14.42
- Trade Receivables which have significant increase in credit risk	2,114.44	2,109.80
- Trade Receivables - credit impaired	-	-
<b>Total</b>	<b>2,131.62</b>	<b>2,124.22</b>

**9.6** No element of financing is deemed present as the sales are generally made with a credit term which is consistent with market practice.

**9.7** There are no "unbilled" trade receivables, hence the same are not disclosed in the ageing schedule.

**9.8** In determining allowance for credit losses of trade receivables, the Company has used the practical expedient by computing the expected credit loss allowance based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on ageing of the receivables and rates used in the provision matrix.

## 10. Cash and Cash equivalents

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Cash on Hand	12.51	12.92
<b>Balance with Banks:</b>		
- In Current Accounts	363.55	2,564.99
- Debit Balance in Cash Credit Account	-	0.21
<b>Total</b>	<b>376.06</b>	<b>2,578.12</b>

## 11. Bank Balances other than Cash and Cash equivalents

(₹ in Lakhs)

Particulars	Non - Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Fixed Deposits - Earmarked for LC & BG	1,340.95	540.25	1,618.86	2,107.54
<b>Total</b>	<b>1,340.95</b>	<b>540.25</b>	<b>1,618.86</b>	<b>2,107.54</b>
Amount Disclosed under Other Non-Current Financial Assets (Refer Note No. 5)	(1,340.95)	(540.25)	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>1,618.86</b>	<b>2,107.54</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 12. Other Assets

(₹ in Lakhs)

Particulars	Non - Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Unsecured, Considered Good</b>				
Capital Advances *	573.59	-	-	-
Advances to Suppliers of Goods and Services	-	-	8,533.82	11,020.85
Prepaid Expenses	-	-	106.20	157.40
Advances to Related Parties	-	-	121.43	54.34
Balances with Statutory/Government Authorities	-	-	263.11	1,004.76
Others (incl advance to employees)	-	-	18.13	10.77
<b>(A)</b>	<b>573.59</b>	<b>-</b>	<b>9,042.69</b>	<b>12,248.12</b>
<b>Unsecured, Considered Doubtful</b>				
Advances to Suppliers of Goods and Services	-	-	697.17	697.86
Less: Provision for doubtful advances	-	-	(697.17)	(697.86)
<b>(B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>TOTAL (A+B)</b>	<b>573.59</b>	<b>-</b>	<b>9,042.69</b>	<b>12,248.12</b>

\* Capital Advances consists of advance given for immovable property .

## 13. Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Authorised Share Capital</b>		
800,000,000 (31.03.2024 - 800,000,000) equity shares of ₹ 10/- each	80,000.00	80,000.00
100,000,000 (31.03.2024 - 100,000,000) preference shares of ₹ 10/- each	10,000.00	10,000.00
<b>Issued, Subscribed and Fully Paid-up Share Capital</b>		
56,67,96,645 (31.03.2024 - 38,54,15,000) equity shares of ₹ 10/- each	56,679.66	38,541.50
<b>Total</b>	<b>56,679.66</b>	<b>38,541.50</b>

### 13.1 Reconciliation of number of Shares

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Nos.	₹ in Lakhs	Nos.	₹ in Lakhs
<b>Equity Shares:</b>				
Balance at the beginning of the year	38,54,15,000	38,541.50	38,54,15,000	38,541.50
Shares Issued during the year (Refer Note 15.1.b)	18,13,81,645	18,138.16	-	-
<b>Balance at the end of the year</b>	<b>56,67,96,645</b>	<b>56,679.66</b>	<b>38,54,15,000</b>	<b>38,541.50</b>

### 13.2 Rights, Preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of shareholders. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 13. Equity Share Capital (Contd..)

### 13.3 Shareholders holding more than 5% share in the company are as follows:

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	No of shares	% of shares	No of shares	% of shares
Tarini Mata Properties Private Limited	5,36,76,750	9.47%	—	—
Jagran Vyapaar Private Limited	3,91,33,426	6.90%	—	—
Mod Commodeal Private Limited	3,14,99,538	5.56%	3,14,99,538	8.17%
Swagat Trexim Private Limited	3,39,16,849	5.98%	3,39,16,849	8.80%
Jaik Leasing & Commercial Investment Limited	3,16,54,045	5.58%	—	—
Sikhar Commotrade Private Limited	3,11,00,040	5.49%	2,89,84,056	7.52%
MSP Sponge Iron Limited	—	—	2,47,36,500	6.42%
Adhunik Gases Limited	—	—	2,34,79,000	6.09%

### 13.4 Details of Promoters holding in the company

SL	Promoter name	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Suresh Kumar Agrawal (HUF)	25,120	0.00%	25,120	0.01%	0.00%
2	Puran Mal Agrawal (HUF)	29,000	0.01%	29,000	0.01%	0.00%
3	Pranay Agarwal	3,06,000	0.05%	3,06,000	0.08%	-0.03%
4	Nisha Agrawal	3,36,500	0.06%	3,36,500	0.09%	-0.03%
5	Kiran Agrawal	4,86,000	0.09%	4,86,000	0.13%	-0.04%
6	Saket Agrawal	2,04,000	0.04%	2,04,000	0.05%	-0.02%
7	Manish Agrawal	3,09,000	0.05%	3,09,000	0.08%	-0.03%
8	Puran Mal Agrawal	1,86,620	0.03%	1,86,620	0.05%	-0.02%
9	Suresh Kumar Agrawal	1,41,000	0.02%	1,41,000	0.04%	-0.01%
10	Dexo Trading Pvt. Ltd.	61,95,000	1.09%	15,75,000	0.41%	0.68%
11	High Time Holdings Pvt. Ltd.	—	0.00%	30,25,000	0.78%	-0.78%
12	Ilex Private Limited	82,35,000	1.45%	41,15,000	1.07%	0.39%
13	Jagran Vyapaar Pvt. Ltd.	3,91,33,426	6.90%	19,50,000	0.51%	6.40%
14	Ginny Traders Pvt Ltd	84,43,819	1.49%	—	—	1.49%
15	Procheta Consultants Pvt Ltd	2,12,87,575	3.76%	—	—	3.76%
16	Jaik Leasing & Commercial Investment Limited	3,16,54,045	5.58%	—	—	5.58%
17	M.A Hire Purchase Pvt Ltd	1,29,65,000	2.29%	—	—	2.29%
18	Sampat Marketing Company Pvt Ltd	60,97,142	1.08%	—	—	1.08%
19	Msp Sponge Iron Limited	2,47,36,500	4.36%	2,47,36,500	6.42%	-2.05%
20	Sikhar Commotrade Pvt.Ltd.	3,11,00,040	5.49%	2,89,84,056	7.52%	-2.03%
21	Shree Vinay Finvest Pvt. Ltd.	78,78,543	1.39%	68,78,543	1.78%	-0.39%
22	Larigo Investment Private Limited	—	—	1,20,50,000	3.13%	-3.13%
23	B S Confin Pvt. Ltd.	—	—	35,30,000	0.92%	-0.92%
24	Emerald Tradelink Pvt. Ltd.	—	—	25,00,000	0.65%	-0.65%
25	Gilbart Merchants Pvt. Ltd. <sup>1</sup>	—	—	85,04,426	2.21%	-2.21%
26	K. C. Texofine Pvt. Ltd. <sup>2</sup>	—	—	87,15,000	2.26%	-2.26%
27	Raj Securities Ltd. <sup>1</sup>	—	—	52,00,000	1.35%	-1.35%
28	Adhunik Gases Ltd. <sup>1</sup>	—	—	2,34,79,000	6.09%	-6.09%

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 13. Equity Share Capital (Contd..)

SL	Promoter name	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
29	Aa Ess Tradelinks Pvt. Ltd. <sup>2</sup>	–	–	26,50,000	0.69%	-0.69%
30	Msp Rolling Mills Pvt. Ltd. <sup>2</sup>	–	–	44,60,000	1.16%	-1.16%
31	Msp Infotech Pvt. Ltd.	–	–	1,25,29,760	3.25%	-3.25%
32	Rajnath Vyapaar Private Limited	–	–	25,00,000	0.65%	-0.65%
33	Panorama Commercial Private Limited <sup>3</sup>	–	–	10,00,000	0.26%	-0.26%

1 Merged with Jagran Vyapaar Pvt Ltd (Transferee Company) \*\*  
 2 Merged with MA Hire Purchase Pvt Ltd (Transferee Company) \*\*  
 3 Merged with Shree Vinay Finvest Pvt Ltd (Transferee Company) \*\*

## 13.5 Additional Disclosure in the respect of Equity Share

- (a) The Company does not have any Holding Company or Ultimate Holding Company.
- (b) No ordinary shares have been reserved for issue under options and contracts/commitments for the sale of shares/ disinvestment as at the Balance Sheet date.
- (c) The Company has not bought back any shares during the period of five years preceding the date at which the Balance Sheet is prepared.
- (d) Refer Note 15.1.b

## 14. Other Equity

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Securities Premium	Retained Earnings	Securities Premium	Retained Earnings
Securities Premium	61,806.54		15,055.59	
Retained Earnings	(30,573.05)		(27,622.16)	
Equity component of Preference Shares	3,112.99		3,112.99	
Equity Component of Optionally Convertible Debenture*	5,953.53		28,506.44	
Equity Instruments through Other Comprehensive Income	625.28		377.67	
<b>TOTAL</b>	<b>40,925.29</b>		<b>19,430.53</b>	

## Movement of Other Equity

(₹ in Lakhs)

Particulars	Reserve & Surplus		Equity Component of Preference Shares	Equity Component of Optionally Convertible Debenture*	Equity Instruments through Other Comprehensive Income	Total
	Securities Premium	Retained Earnings				
<b>Balance as at 1<sup>st</sup> April, 2023</b>	<b>15,055.59</b>	<b>(28,982.28)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>495.29</b>	<b>18,188.03</b>
Profit/ (Loss) for the year	–	1,438.90	–	–	–	1,438.90
Remeasurement benefits Gain/ (Loss) (Net of tax)	–	(78.78)	–	–	–	(78.78)
Fair Value of Equity Instrument through FVOCI	–	–	–	–	(117.62)	(117.62)
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>15,055.59</b>	<b>(27,622.16)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>377.67</b>	<b>19,430.53</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 14. Other Equity (Contd..)

(₹ in Lakhs)

Particulars	Reserve & Surplus		Equity Component of Preference Shares	Equity Component of Optionally Convertible Debenture*	Equity Instruments through Other Comprehensive Income	Total
	Securities Premium	Retained Earnings				
<b>Balance as at 1<sup>st</sup> April, 2024</b>	<b>15,055.59</b>	<b>(27,622.16)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>377.67</b>	<b>19,430.53</b>
Profit/ (Loss) for the year	-	(2,870.98)	-	-	-	(2,870.98)
Remeasurement benefits Gain/ (Loss) (Net of tax)	-	(79.91)	-	-	-	(79.91)
Issue of Share Capital	46,767.87	-	-	-	-	46,767.87
Share Issue Expenses	(16.92)	-	-	-	-	(16.92)
Adjustment on Conversion of OCD into Equity	-	-	-	(22,552.91)	-	(22,552.91)
Fair Value of Equity Instrument through FVOCI	-	-	-	-	247.61	247.61
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>61,806.54</b>	<b>(30,573.05)</b>	<b>3,112.99</b>	<b>5,953.53</b>	<b>625.28</b>	<b>40,925.29</b>

\* Refer Note 15.1.(b)

### Description of nature and purpose of each reserve

#### Securities Premium

This reserve is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of Companies Act, 2013.

#### Retained Earnings

It comprises of accumulated profit/(losses) of the company.

#### Equity Component of Preference Shares

The CCPS was converted to 6% Redeemable Preference Shares under section 48 of the Companies Act, 2013 and the Article 10 of the Articles of Association of the Company which is ratified in writing by holders of atleast 3/4<sup>th</sup> of nominal value of issued Preference Shares.

#### Equity Component of Optionally Convertible Debenture

This contains the unutilised equity portion of the Optionally Convertible Debentures issued in lieu of long term borrowings as per the terms of the restructuring scheme.

#### Equity Instruments through Other Comprehensive Income

The Company has elected to recognise changes in the fair value of quoted investments in equity securities in OCI. These changes are accumulated within the FVOCI equity investment reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

## 15(a) Long Term Borrowings

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>a. Secured</b>		
<b>i. Term loans</b>		
From Banks	1,823.31	7,164.20
Less : Current Maturities of Long Term Borrowings (Note 17)	1,823.31	4,927.00
	-	<b>2,237.20</b>
<b>ii. Liability Component of Optionally Convertible Debenture</b>		
Optionally Convertible Debentures [refer Note 15.1.(b)]	-	30,121.51
	-	<b>30,121.51</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 15(a) Long Term Borrowings (Contd..)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs	₹ in Lakhs
<b>b. Unsecured</b>				
Inter-Corporate Deposits	644.00		1,950.00	
Loans from related parties	450.00		554.00	
Interest free loan from promoter/promoter group companies [refer Note 15.1.(b)]	-		12,795.80	
	<b>1,094.00</b>		<b>15,299.80</b>	
<b>Total (a+b)</b>	<b>1,094.00</b>		<b>47,658.51</b>	
<b>The above amount includes:</b>				
Secured borrowings	-		32,358.71	
Unsecured borrowings	1,094.00		15,299.80	
<b>Net Amount</b>	<b>1,094.00</b>		<b>47,658.51</b>	

### 15.1 Terms of Repayments

- Term Loan facilities from banks are secured by first pari-passu charge on the entire fixed assets (both present & future) and Second pari-passu charge on the entire current assets (both present & future) of the Company. Personal guarantee of Puranmal Agrawal, Suresh Kumar Agrawal, Manish Agrawal and Saket Agrawal is given alongwith corporate guarantee of a group company. Corporate Guarantee is restricted to the extent of shares pledged of the promoter group company. The interest rate on the domestic long term borrowings are of 2.90% above 6 months MCLR. The Term Loan facilitated from the bank is repayable in 30 Quarterly Instalments from December 2017. Last instalment due in September 2025.
- Pursuant to the Resolution Plan approved under the Reserve Bank of India's Scheme for Sustainable Structuring of Stressed Assets (S4A), the Company executed a Master Framework Agreement with the lenders in 24<sup>th</sup> January 2018.

The Company had issued 451,970,554 nos. of Optionally Convertible Debentures (OCDs) amounting to ₹ 451,97.05 lakhs during the financial year 2017-18. The OCDs had a moratorium period of 7 years and were repayable in 36 structured quarterly instalments starting from December, 2024 and maturing on September 2033. The OCDs carried a coupon rate of 0.01% pa. payable quarterly till maturity. The OCDs were convertible into Equity at the option of the OCD holders. OCDs may be redeemed alongwith a redemption premium. The redemption premium is inclusive of YTM @ 2.00% p.a. compounded quarterly. As per valuation report and relevant IND AS, PV of OCD as on the OCD issuing date i.e. March 21, 2018 was ₹ 16,690.00 Lakhs which had been treated as financial liability and balance of ₹ 28,506.44 Lakhs had been treated as other equity in the financial year 2017-18.

Further, the interest expenses (the unwinding of the discount) had been booked at market rate (11.5%) to unwind the liability component to the extent of value of OCD at each reporting date.

In addition to the above, the Promoter / Promoters' group had transferred 12,85,78,044 equity shares, at ₹ 10/- per equity share of ₹ 12,857.80 lakhs, to the lenders, as a part payment of unsustainable debt and the same was treated as unsecured loan.

Upon receipt of conversion notices from OCD holders and approval of shareholders for conversion of Unsecured loans from promoters, the Company has undertaken the following debt-to-equity conversions during the financial year 2024-25:

- Conversion of Outstanding OCDs (net of repayments) amounting to ₹. 45,157.15 lakhs along with YTM of ₹ 6,953.08 lakhs into 14,48,22,208 equity shares of face value ₹ 10 each at a premium.
- Conversion of Outstanding Unsecured Loans (net of repayments) amounting to ₹ 12,795.80 Lakhs into 3,65,59,437 equity shares of face value ₹ 10 each at a premium.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 15(a) Long Term Borrowings (Contd..)

These allotments were made in compliance with applicable provisions of the Companies Act, 2013 and SEBI (ICDR) Regulations, 2018. Post-conversion, the Company's paid-up equity share capital and securities premium has increased by ₹ 18,138.16 Lakhs and ₹ 46,750.95 Lakhs (net of share issue expense of ₹ 16.92 Lakhs) respectively.

c) Rate of Interest for the unsecured loan from the related parties and intercorporate deposits is maximum being 9%.

## 15(b). Lease Liabilities

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Lease Liabilities	51.93	-	44.08	-
<b>Total</b>	<b>51.93</b>	<b>-</b>	<b>44.08</b>	<b>-</b>

The aggregate maturities of lease liabilities, based on contractual undiscounted cash flows are as follows :  
(₹ in Lakhs)

Lease Liabilities	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Less Than One Year	44.08	-
One to Five Years	51.93	-
More than Five years	-	-
<b>Total</b>	<b>96.01</b>	<b>-</b>

(₹ in Lakhs)

Movement in lease liabilities	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Opening Balance</b>	-	-
Additions	104.17	-
Deletions	-	-
Finance cost	2.79	-
Repayment of lease liabilities	10.95	-
<b>Closing Balance</b>	<b>96.01</b>	<b>-</b>

Amounts with respect to leases recognised in the Statement of Profit & Loss and Statement of Cash Flows  
(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Amounts recognised in Statement of Profit and Loss</b>		
Interest on lease liabilities (net) (Note 27)	2.79	-
Depreciation of Right-of-Use Assets (net) (Note 28)	9.64	-
<b>Amounts recognised in Cash Flows</b>		
Repayment of lease liabilities	10.95	-

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 16. Provisions

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Provision for employee benefits</b>				
For Gratuity (Refer Note No. 40)	275.02	227.48	—	—
For Leave Benefits	176.88	150.78	13.48	9.09
<b>Total</b>	<b>451.90</b>	<b>378.26</b>	<b>13.48</b>	<b>9.09</b>

## 17. Short-Term Borrowings

(₹ in Lakhs)

Particulars	As at	
	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024
<b>Secured</b>		
Repayable on demand from banks	22,279.27	24,610.86
Current Maturities of Long Term Borrowings	1,823.31	4,927.00
<b>Unsecured - Loan repayable on demand</b>		
Inter Corporate Deposits from Body Corporates	875.00	875.00
	<b>24,977.58</b>	<b>30,412.86</b>
<b>The above amount includes</b>		
Secured Borrowings	24,102.58	29,537.86
Unsecured Borrowings	875.00	875.00

### 17.1 Terms and conditions attached to Short term borrowings from banks

- (a) Cash Credit facilities from banks are secured by first pari-passu charge on the entire current assets (both present & future) and Second pari-passu charge on the entire fixed assets (both present & future) of the Company. Personal guarantee of Puranmal Agrawal, Suresh Kumar Agrawal, Manish Agrawal and Saket Agrawal is given alongwith corporate guarantee of a group company. Corporate Guarantee is restricted to the extent of shares pledged of the promoter group company. The rate of interest on cash credit is 2.75% above 6 month MCLR.
- (b) The Intercorporate loans carry an interest rate of 9.85% p.a (Previous Year – 9.85%)

**17.2** Refer Note No. 45 in the respect of Quarterly Return/Statement filed with the bank in lieu of sanctioned working capital facilities.

## 18. Trade Payables

(₹ in Lakhs)

Particulars	As at	
	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024
Total outstanding dues to micro enterprises and small enterprises	1,189.23	909.70
Total outstanding dues to creditors other than micro enterprises and small enterprises	22,037.93	20,743.42
	<b>23,227.16</b>	<b>21,653.12</b>

**18.1** Trade Payables include acceptances and arrangements where operational suppliers of goods and services are paid by banks while the company continues to recognise the liability till settlement with the banks which are normally effected within a period of 90 or 180 days amounting to ₹ 7,185.06 lakhs ( previous year ₹ 7,602.70 lakhs)

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 18. Trade Payables (Contd..)

**18.2 Disclosure as required under the Micro, Small and Medium Enterprises Development Act, 2006, to the extent ascertained and as per notification number GSR 679 (E) dated 4th September, 2015.**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
i The principal amount remaining unpaid to any supplier as at the end of each accounting year;	1,186.46	906.89
ii The interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	2.77	2.81
iii The amount of interest paid by the buyer under MSMED Act, 2006	Nil	Nil
iv The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006);	Nil	Nil
v The amount of interest accrued and remaining unpaid at the end of accounting year; and	2.77	2.81
vi The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	2.77	2.81

The above information has been determined to the extent such parties have been identified on the basis of information available with the company.

## 18.3 Trade Payables ageing schedule

(₹ in Lakhs)

Particulars	Outstanding as on March 31, 2025 from due date of payment				
	Upto 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed dues - MSME	1,188.37	0.86	-	-	1,189.23
Undisputed dues - Others	20,434.24	117.56	30.42	192.19	20,774.41
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>21,622.61</b>	<b>118.42</b>	<b>30.42</b>	<b>192.19</b>	<b>21,963.64</b>
Unbilled Dues					1,263.52
<b>Grand Total</b>					<b>23,227.16</b>

(₹ in Lakhs)

Particulars	Outstanding as on March 31, 2024 from due date of payment				
	Upto 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed dues - MSME	904.71	3.86	0.09	1.04	909.70
Undisputed dues - Others	18,699.87	204.76	26.19	214.10	19,144.92
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>19,604.58</b>	<b>208.62</b>	<b>26.28</b>	<b>215.14</b>	<b>20,054.62</b>
Unbilled Dues					1,598.50
<b>Grand Total</b>					<b>21,653.12</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 19. Other Financial Liabilities

(₹ in Lakhs)

Particulars	Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Retention / Security Deposit	643.29	628.64
Interest accrued and due on borrowings	294.35	264.94
Derivative Liabilities	131.40	-
Employee related Liabilities	614.73	512.34
Other Payables on capital purchases	162.91	162.91
	<b>1,846.68</b>	<b>1,568.83</b>

## 20. Other Current Liabilities

(₹ in Lakhs)

Particulars	Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Contract Liabilities (includes Deferred Performance Obligations)	2,596.65	3,463.67
Statutory dues payable	727.13	271.49
	<b>3,323.78</b>	<b>3,735.16</b>

## 21. Revenue from Operations

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	(a) Sale of Products			
Finished Goods	2,85,920.77		2,83,651.83	
Power	1,938.20		1,573.37	
Traded Goods	384.07		241.52	
<b>Total</b>	<b>2,88,243.04</b>		<b>2,85,466.72</b>	
(b) Other Operating Revenue				
Sale of Scrap and By-products	2,281.74		1,918.68	
<b>Total</b>	<b>2,281.74</b>		<b>1,918.68</b>	
<b>Total (a+b)</b>	<b>2,90,524.78</b>		<b>2,87,385.40</b>	

As the Company's business activity falls within a single significant primary business segment i.e. "Manufacturing / Trading of Iron & Steel Products" and generates revenue from the sale of Iron & Steel products and the same is only the reportable segment of the Company.

(₹ in Lakhs)

Disaggregation of Revenue	2024-25	2023-24
<b>Revenue as per Geography</b>		
Domestic	2,87,997.77	2,83,999.38
Exports	245.27	1,467.34
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>
<b>Revenue as per Major Products</b>		
Pellet	79,993.53	61,179.85
Sponge Iron	17,930.41	25,793.95
MS Billets	13,600.74	19,248.11
TMT Bars (incl Structural Products)	1,74,396.09	1,77,429.92
Power	1,938.20	1,573.37
Others	384.07	241.52
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 21. Revenue from Operations (Contd..)

(₹ in Lakhs)

Disaggregation of Revenue	2024-25	2023-24
<b>Timing of Revenue</b>		
At a point in time	2,88,243.04	2,85,466.72
Over time	-	-
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>
<b>Sales Channel</b>		
Direct to Customers	86,508.08	78,637.37
Through Intermediaries	2,01,734.96	2,06,829.35
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>

### Contract balances

The Company discloses receivables from contracts with customer separately in the balance sheet. To comply with the other disclosures requirements for contract assets and contract liabilities, the following information is disclosed below. (₹ in Lakhs)

Particulars	2024-25	2023-24
Trade Receivables	7,389.24	7,008.39
Contract Liabilities (includes Deferred Performance Obligations)	2,596.65	3,463.67
<b>Other Information</b>		
a) Transaction price allocated to the remaining performance obligations	Nil	Nil
b) The amount of revenue recognised in the current year that was included in the opening contract liability balance	3,454.70	4,979.93
c) The amount of revenue recognised in the current year from performance obligations satisfied fully or partially in previous years	Nil	Nil
d) Performance obligations- The Company satisfies the performance obligation on shipment/delivery.	Nil	Nil
<b>Significant payment terms</b>		
Financing Component	Nil	Nil

(₹ in Lakhs)

Reconciliation of Revenue from operations with contract price	2024-25	2023-24
Contract Price	2,91,245.16	2,86,090.02
Less :		
Sales Returns	359.46	327.12
Trade & Cash Discount	720.47	296.18
Deferred Performance Obligations	1,922.19	-
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>

## 22. Other Income

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>(a) Interest income on</b>		
- Fixed Deposits	181.23	155.95
- Others *	39.94	24.56
<b>(b) Other Non-Operating Income</b>		
Dividend income on Investments	-	330.56
Profit on sale of Investments	-	4.80
Reversal of provision on Expected Credit Loss	-	3,075.13
Foreign Exchange Differences	26.21	147.80
Others	110.64	97.05
<b>Total</b>	<b>358.02</b>	<b>3,835.85</b>

\* relates to Interest Income on security deposit and advance

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 23. Cost of Materials Consumed

(₹ in Lakhs)

Particulars	2024-25	2023-24
Inventory at the beginning of the period	30,028.36	31,467.21
Add: Purchases	2,33,223.75	2,31,753.56
Less: Inventory at the end of the period	27,726.92	30,028.36
<b>Total</b>	<b>2,35,525.19</b>	<b>2,33,192.41</b>

## 24. Purchases of Stock in Trade

(₹ in Lakhs)

Particulars	2024-25	2023-24
Coal	20.53	221.87
TMT Bars & Structural	358.95	-
<b>Total</b>	<b>379.48</b>	<b>221.87</b>

## 25. Changes in Inventories of Finished Goods, By-products, Work-in Progress and Stock in Trade

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>Inventories at the beginning of the period</b>		
Finished Goods	8,265.43	8,012.62
Work-in-Progress	4,896.16	2,275.84
By-Products	1,651.97	573.04
Stock in Trade	-	37.63
	<b>14,813.56</b>	<b>10,899.13</b>
<b>Inventories at the end of the period</b>		
Finished Goods	8,466.53	8,265.43
Work-in-Progress	5,478.03	4,896.16
By-Products	698.43	1,651.97
Stock in Trade	4.16	-
	<b>14,647.15</b>	<b>14,813.56</b>
Less : Amount Capitalised	581.58	-
<b>(Increase)/Decrease in Inventories</b>		
Finished Goods	(782.68)	(252.81)
Work-in-Progress	(581.87)	(2,620.32)
By-Products	953.54	(1,078.93)
Stock in Trade	(4.16)	37.63
<b>Total</b>	<b>(415.17)</b>	<b>(3,914.43)</b>

## 26. Employee Benefit Expenses

(₹ in Lakhs)

Particulars	2024-25	2023-24
Salaries and Wages	7,104.92	6,124.84
Contribution to Provident and Other Funds	276.24	259.82
Gratuity (refer note 40)	149.21	122.78
Staff Welfare Expenses	221.41	143.64
<b>Total</b>	<b>7,751.78</b>	<b>6,651.08</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 27. Finance Costs

Particulars	2024-25	2023-24
Interest Expenses		
- On Loans	3,365.51	3,557.31
- On Lease Liabilities	2.79	-
- On Optionally Convertible Debentures *	1,281.76	4,019.92
- On Others	2.77	2.81
Exchange Differences regarded as an adjustment to borrowing cost	109.69	39.15
Other Finance Charges	3,349.05	1,144.48
<b>Total</b>	<b>8,111.57</b>	<b>8,763.68</b>

\* It represents the unwinding of the discount on OCD [refer Note 15.1.(b)]

## 28. Depreciation and amortization expense

Particulars	2024-25	2023-24
Depreciation on Property, Plant and Equipment	5,363.39	5,528.56
Depreciation on Right-of-Use Assets	9.64	-
Amortization on Intangible Assets	1.23	11.98
<b>Total</b>	<b>5,374.26</b>	<b>5,540.54</b>

## 29. Other Expenses

Particulars	2024-25	2023-24
Consumption of Stores and Spares	9,835.12	13,069.41
Power and Fuel	3,592.74	5,658.79
Rent	267.57	157.00
Rates and Taxes	333.85	325.73
Insurance	266.42	276.24
Repairs		
Plant and Machinery	1,134.80	2,482.95
Buildings	341.90	621.25
Others	236.04	253.47
Other Manufacturing Expenses	10,800.09	10,154.70
Advertising and Other Sales Promotion Expenses	2,214.66	1,915.67
Freight Outward	533.87	350.49
Legal and Professional Charges	772.42	728.96
Payment to Auditors [Refer details below (29.1)]	25.63	11.25
Impairment Loss on investment in Subsidiary	55.07	-
Provision for Expected Credit Loss on Trade Receivable & Advances	6.71	-
Corporate Social Responsibility Expenses (refer note no. 43)	156.86	236.47
Director Sitting Fees	4.20	-
Miscellaneous Expenses	3,356.78	2,450.91
<b>Total</b>	<b>33,934.73</b>	<b>38,693.29</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 29. Other Expenses (Contd..)

### 29.1 Payment to Auditors

Particulars	2024-25	2023-24
As Auditors:		
Statutory Audit	14.00	5.50
Limited Review #	9.50	4.50
Certification fees and other services *@	1.40	1.25
Reimbursement of expenses	0.73	-
<b>Total</b>	<b>25.63</b>	<b>11.25</b>

\* The above certification fees is net of ₹ 2.80 Lakhs (PY - Nil) which has been adjusted with Securities Premium as part of Share Issue Expenses.

# The Limited Review Fees pertaining to FY 2024-25 include ₹ 1.50 Lakhs pertaining to erstwhile auditor.

@ The Fees for Certification and other services pertaining to FY 2024-25 include ₹ 0.30 Lakhs pertaining to erstwhile auditor.

**30.** The Company is subject to Income Tax in India on the basis of Standalone Financial Statements. As per the Income Tax Act, 1961, in the previous year, the Company was liable to pay income tax which is the higher of regular income tax payable and the amount payable based on the provisions applicable for Minimum Alternate Tax (MAT). However, from the current year, the Company has opted the option u/s 115 BAA of the Income Tax Act, 1961; introduced by the Taxation Laws (Amendment) Act, 2019, which gives irreversible option for payment of Income Tax at reduced rate subject to certain conditions.

In view of above, MAT Credit of ₹ 2,648.71 Lakhs accounted for in earlier years has been reversed during the current year. Further, Deferred Tax Assets/Liabilities also have been measured/re-measured at the rates specified under new regime. Due to the change in the applicable income tax rate under the new regime, an impact of ₹ 0.86 Lakhs has been recognised and included in the below reconciliation.

## 31. Income Tax

(₹ in Lakhs)

A. The major components of income taxes expense for the year are as under:	2024-25	2023-24
i Income tax expense recognised in the statement of profit and loss	-	-
Current Tax for the year		
Current Tax	-	-
Deferred Tax	3,091.94	633.91
<b>Income tax expense recognised in the statement of profit and loss</b>	<b>3,091.94</b>	<b>633.91</b>
ii Income tax expense recognised in OCI		
Deferred Tax :		
Deferred tax expenses on remeasurement benefit of defined benefit plans and equity instruments measured through OCI	0.67	45.75
Income tax expense recognised in OCI	0.67	45.75
<b>Total Tax (i+ii)</b>	<b>3,092.61</b>	<b>679.66</b>

(₹ in Lakhs)

B. Reconciliation of tax expense and the accounting profit for the year is as under	2024-25	2023-24
<b>Profit before tax</b>	<b>220.96</b>	<b>2,072.81</b>
Income tax expense	55.61	646.72
Deferred tax assets creation/(reversal) on unabsorbed depreciation	-	220.50
Effects of permanent disallowances	367.00	(223.78)
Effect of Tax Rate Change	0.86	-
MAT Credit Write-off (Refer Note 30)	2,648.71	-
Other Items	20.43	36.22
<b>Tax expenses as per Statement of Profit and Loss &amp; OCI</b>	<b>3,092.61</b>	<b>679.66</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 32. Other Comprehensive Income

(₹ in Lakhs)

Particulars	2024-25	2023-24
Remeasurements of the defined benefit plans	(79.24)	(78.78)
Equity Instruments through Other Comprehensive Income	247.61	(71.87)
Less : Income tax on the above	(0.67)	(45.75)
<b>Total</b>	<b>167.70</b>	<b>(196.40)</b>

## 33. Earnings Per Share (EPS)

(₹ in Lakhs)

Particulars	2024-25	2023-24
Earnings Per Share has been computed as under:		
Profit/ (Loss) After Tax	(2,870.98)	1,438.90
<b>Net Profit for Calculation of Basic and Diluted EPS</b>	<b>(2,870.98)</b>	<b>1,438.90</b>
Weighted average number of equity shares in calculating Basic EPS	45,97,63,822	38,54,15,000
Weighted average number of equity shares in calculating Diluted EPS *	45,34,75,511	41,65,35,000
Face value of share (₹)	10	10
<b>Earnings Per Share</b>		
Basic	(0.62)	0.37
Diluted	(0.62)	0.35

\* In the previous year, the potential ordinary shares, on account of conversion of OCD, are anti-dilutive and are therefore excluded from the weighted average number of equity shares for the purpose of diluted earnings per share.

As the Company has incurred loss during the year, dilutive effect on weighted average number of shares would have an anti-dilutive impact and hence, not considered.

## 34. Financial instruments

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments. The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note F.1 & F.2 to the financial statements.

### i) Financial assets & liabilities

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2025 and March 31, 2024;

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025			As at 31 <sup>st</sup> March 2024		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
<b>Financial assets</b>						
Investments						
Equity instruments*	-	4,283.49	-	-	4,035.88	-
Trade receivables	-	-	7,389.24	-	-	7,008.39
Cash and cash equivalents	-	-	376.06	-	-	2,578.12
Other Bank Balances	-	-	1,618.86	-	-	2,107.54
Other Financial Assets	-	-	1,838.10	-	-	843.09
<b>Total</b>	<b>-</b>	<b>4,283.49</b>	<b>11,222.26</b>	<b>-</b>	<b>4,035.88</b>	<b>12,537.14</b>
<b>Financial liabilities</b>						
Borrowing	-	-	26,071.58	-	-	78,071.37
Lease Liabilities	-	-	96.01	-	-	-
Derivative Liabilities	131.40	-	-	-	-	-
Trade Payable	-	-	23,227.16	-	-	21,653.12
Other financial Liabilities	-	-	1,715.28	-	-	1,568.83
<b>Total</b>	<b>131.40</b>	<b>-</b>	<b>51,110.03</b>	<b>-</b>	<b>-</b>	<b>1,01,293.32</b>

\*Equity investments exclude investments made in subsidiaries & joint venture (net of impairment loss) of ₹ 200.28 Lakhs (previous year - ₹ 255.35 Lakhs) which have been measured at cost.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 34. Financial instruments (Contd..)

### ii) Fair values hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

**Quoted prices in an active market (Level 1):** This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares.

**Valuation techniques with observable inputs (Level 2):** This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). This level of hierarchy includes Company's over-the-counter (OTC) derivative contracts.

**Valuation techniques with significant unobservable inputs (Level 3):** This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

#### Financial instruments measure at fair value:

(₹ in Lakhs)

31 <sup>st</sup> March, 2025	Notes	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>					
<b>Investments at FVOCI</b>					
Quoted Equity instruments *				183.63	183.63
Unquoted Equity instruments		-	-	4,099.86	4,099.86
<b>Total financial assets</b>		-	-	<b>4,283.49</b>	<b>4,283.49</b>
<b>Financial liabilities</b>					
<b>Financial instruments at FVTPL</b>					
Derivative Liabilities			131.40		131.40
<b>Total financial liabilities</b>		-	<b>131.40</b>	-	<b>131.40</b>

#### Financial instruments measure at fair value:

(₹ in Lakhs)

31 <sup>st</sup> March, 2024	Notes	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>					
<b>Investments at FVOCI</b>					
Quoted Equity instruments *				15.22	15.22
Unquoted Equity instruments		-	-	4,020.66	4,020.66
Derivative asset			-	-	-
<b>Total financial assets</b>		-	-	<b>4,035.88</b>	<b>4,035.88</b>
<b>Financial liabilities</b>					
Financial instruments at FVTPL					
Derivative Liabilities		-	-	-	-
<b>Total financial liabilities</b>		-	-	-	-

There were no movement between level 1 and level 2 during the period.

\* The Quoted Equity Instruments are listed in Calcutta Stock Exchange where the trading is suspended.

### iii) Valuation process and technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- Quoted investments (Equity Shares) - The Quoted Equity Instruments are listed in Calcutta Stock Exchange where the trading is suspended. Value is as determined by Independent Valuer. Fair value estimates of equity investments are included in level-3 and are based on information relating to value of investee company's net assets methods.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 34 Financial instruments (Contd..)

- (b) The fair value of investment in unquoted shares are determined by an Independent Valuer. The investments in equity shares of ₹ 4,099.86 Lakhs (31.03.2024 - ₹ 4,020.66 lakhs) are not listed. Their fair value estimates are included in level-3 and are based on information relating to value of investee company's net assets or DCF methods as applicable.
- (c) The carrying amount of financial assets (other than investments) and financial liabilities (other than derivative liabilities) measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.
- (d) The Company's forward exchange contracts have been valued based on mark to market reports provided by the counterparty bank. Since the valuation uses observable market inputs, but not quoted prices in active markets, the fair value measure has been classified under Level 2.

### iv) Valuation inputs and relationships to fair value

The following table provides the fair value measurement hierarchy about the significant unobservable inputs used in level 3 fair value measurements. Refer (iii)(b) above for the valuation techniques adopted.

**31<sup>st</sup> March, 2025**

(₹ in Lakhs)

Financial Assets	Valuation Techniques	Significant Unobservable Inputs	Fair Value	Sensitivity of the input to fair value	
<b>Investments at FVOCI</b>					
Quoted Equity instruments	NAV	Net Assets	183.63	+ (0.5%)	184.55
				- (0.5%)	182.71
Unquoted Equity instruments	DCF	WACC	310.88	+ (0.5%)	308.16
				- (0.5%)	313.57
Unquoted Equity instruments	NAV	Net Assets	3,788.98	+ (0.5%)	3,807.92
				- (0.5%)	3,770.04

**31<sup>st</sup> March, 2024**

(₹ in Lakhs)

Financial Assets	Valuation Techniques	Significant Unobservable Inputs	Fair Value	Sensitivity of the input to fair value	
<b>Investments at FVOCI</b>					
Quoted Equity instruments	NAV	Net Assets	15.22	+ (0.5%)	15.30
				- (0.5%)	15.14
Unquoted Equity instruments	DCF	WACC	331.20	+ (0.5%)	329.54
				- (0.5%)	332.86
Unquoted Equity instruments	NAV	Net Assets	3,689.46	+ (0.5%)	3,707.91
				- (0.5%)	3,671.01

### v) The following table presents the changes in level 3 items for the periods ended 31<sup>st</sup> March 2025 and 31<sup>st</sup> March 2024:

(₹ in Lakhs)

Particulars	Amount
<b>As at 31<sup>st</sup> March 2023</b>	<b>4,107.75</b>
Gains/ (losses) recognised in other comprehensive income	(71.87)
<b>As at 31<sup>st</sup> March 2024</b>	<b>4,035.88</b>
Gains/ (losses) recognised in other comprehensive income	247.61
<b>As at 31<sup>st</sup> March 2025</b>	<b>4,283.49</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 35. Financial Risk Management, Objectives and Policies

### A) Capital Management

#### i) Risk Management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new share, convert outstanding OCD's into equities or sell assets to reduce debt. Consistent with others in the industry, the Company monitors capital on the basis of net debt to equity ratio and maturity profile of overall debt portfolio of the Company.

Net debt implies total borrowings of the Company comprises all components attributable to the owners of the Company

The following table summarises the Net Debt, Equity and Ratio thereof.

(₹ in Lakhs)

Particulars	As at	
	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024
Total Borrowings (including current maturities)	26,071.58	78,071.37
Lease Liabilities	96.01	-
<b>Gross Debt (A)</b>	<b>26,167.59</b>	<b>78,071.37</b>
Less: Cash & Cash Equivalents & Other bank balances	1,994.93	4,685.66
<b>Net Debts (B)</b>	<b>24,172.66</b>	<b>73,385.71</b>
<b>Total equity (C)</b>	<b>97,604.95</b>	<b>57,972.03</b>
<b>Net debt to Equity (B/C)</b>	<b>0.25</b>	<b>1.27</b>

No changes were made in the objective policies & process for expenditure as on 31<sup>st</sup> March 2025 & 31<sup>st</sup> March 2024.

#### ii) Dividends

The company has not declared/paid any dividend for FY 2023-24 and no dividend has been proposed for FY 2024-25.

### B) Financial Risk Management

The Company's activities expose it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the Company, the Company has risk management policies as described below:-

#### i) Credit risk

Credit risk refers to the risk of financial loss arising from default / failure by the counterparty to meet financial obligations as per the terms of contract. The Company is exposed to credit risk for receivables, cash and cash equivalents. None of the financial instruments of the Company result in material concentration of credit risks.

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and reconciled. Based on historical trend, industry practice and the business environment in which the company operates, an impairment analysis is performed at each reporting date for trade receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 9.

Credit Risk on cash and cash equivalent, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions who have been assigned high credit rating by international and domestic rating agencies.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 35. Financial Risk Management, Objectives and Policies (Contd..)

### ii) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

#### Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments

(₹ in Lakhs)

Contractual maturities of financial liabilities as at 31 <sup>st</sup> March 2025	Less than 1 year	Level 1	2-3 year	More than 3 years	Total
<b>Non-derivatives</b>					
Borrowings	24,977.58	1,094.00	–	–	26,071.58
Trade payable	23,227.16	–	–	–	23,227.16
Lease Liabilities	44.08	51.93	–	–	96.01
Other payables	1,715.28	–	–	–	1,715.28
<b>Derivatives</b>	Derivative Liability	131.40	–	–	131.40
<b>Total</b>	<b>50,095.50</b>	<b>1,145.93</b>	<b>–</b>	<b>–</b>	<b>51,241.43</b>

(₹ in Lakhs)

Contractual maturities of financial liabilities as at 31 <sup>st</sup> March 2024	Less than 1 year	Level 1	2-3 year	More than 3 years	Total
<b>Non-derivatives</b>					
Borrowings	30,412.86	2,464.00	6,049.00	39,145.51	78,071.37
Trade payable	21,653.12	–	–	–	21,653.12
Other payables	1,568.83	–	–	–	1,568.83
<b>Derivatives</b>	Derivative Liability	–	–	–	–
<b>Total</b>	<b>53,634.81</b>	<b>2,464.00</b>	<b>6,049.00</b>	<b>39,145.51</b>	<b>1,01,293.32</b>

### C) Market Risk

#### i) Foreign currency risk

The company is primarily not exposed to foreign exchange risk arising from foreign currency transactions. However, the Company has entered into derivative contracts to hedge its exposure in foreign currency due to swap of INR Loan into USD. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the company's functional currency.

#### Foreign currency risk exposure - Hedged

The company's exposure to foreign currency risk at the end of the reporting period expressed are as follows:

(₹ in Lakhs)

Currency	Liabilities	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
USD	7,423.11	7,141.40

The above exposure is fully hedged by the Company by entering into forward contracts. The Company does not have any exposure to foreign currency other than the exposure in foreign currency that have been already hedged as on the reporting date.

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for fair value through profit and loss and are included in other income / expenses.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 35. Financial Risk Management, Objectives and Policies (Contd..)

### Sensitivity

The sensitivity of profit or loss after tax and equity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>USD sensitivity</b>		
INR/USD- increase by 10%	(555.49)	(491.33)
INR/USD- decrease by 10%	555.49	491.33

### ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowing and long term borrowings with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

Below is the overall exposure of the company to interest rate risk:

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Variable rate borrowing	24,102.58	31,775.06
Fixed rate borrowing	1,969.00	3,379.00
<b>Total borrowings</b>	<b>26,071.58</b>	<b>35,154.06</b>

**Note :** The above borrowings do not include the interest free loans and Liability component of Optionally Convertible Debentures [Refer Note No. 15(a) & 17]

### Sensitivity

Below is the sensitivity of profit or loss after tax and equity to changes in interest rates.

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Interest sensitivity		
Interest rates increases by 100 basis points	(180.36)	218.61
Interest rates decrease by 100 basis points	180.36	(218.61)

## 36. Contingent Liabilities and Commitments

### Contingent Liabilities and commitments to the extent not provided for in respect of:

(₹ in Lakhs)

a) Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Excise/Service Tax/GST Matters under dispute/ appeal	3,649.10	1,260.55
Income Tax Matters under dispute/ appeal (net of payment)	1,149.00	268.86
ESCert Liability on account of Energy Audit under PAT Cycle - II (Energy Conservation Act)	813.64	813.64
Right to Recompense available with the lenders *	10,120.00	27,801.00

\*Right of Recompense (RoR) available to the lenders amounting to ₹ 27,801 lakhs as at 31<sup>st</sup> March , 2024 has been calculated as per Article VIII of the Master Restructuring Agreement dated March 23, 2015 read with the Master Framework Agreement and Share Transfer & Confirmation Agreement ("Master agreement") executed on January 24, 2018 for the entire tenure of loans.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 36. Contingent Liabilities and Commitments (Contd..)

The Company, based on a legal opinion from a firm of repute, has re-estimated the amount of RoR amounting to ₹ 10,120 lakhs as compared to ₹ 27,801 lakhs, which states that as per CDR Master Circular dated June 25, 2015 issued by the Corporate Debt Restructuring Cell (CDR) in 2012 & 2015, if any part of principal or interest dues are converted into equity, the same will not be reckoned for computation of recompense. Since all the outstanding OCDs has been converted during the year, accordingly ROR as at 31<sup>st</sup> March, 2025 has been calculated only on outstanding term loans and short term borrowings.

**b)** The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period when the Code becomes effective.

### c) Capital & Other Commitment

The capital & other commitment for the company amounts to ₹ Nil (previous year - ₹ Nil)

**37.** The Company does not have any charges or satisfaction of which is yet to be registered with ROC beyond the statutory period as on 31<sup>st</sup> March 2025.

**38.** The company has not filed any Scheme of Arrangements in terms of sections 230 to 237 of the Companies Act, 2013 with any Competent Authority.

## 39. Short Term Leases

The Company's leasing arrangements are in respect of short term leases for office premises at Kolkata and Raigarh, depot at Raipur & guest houses at Raigarh, Gairkata, Keonjhar, Vishakapatnam and Kolkata. These leasing arrangements which are cancellable, are entered for a period of 11 months and the Company has elected not to recognize ROU assets and lease liabilities for short term leases and recognizes the lease payments associated with these leases as an expense. The Company has paid lease rentals of ₹ 267.57 Lakhs ( Previous year - ₹ 157.00 Lakhs). The company also hires equipments on short term contract basis, and has paid ₹ 1,754.16 Lakhs (Previous year - ₹ 1,942.30 Lakhs) against it during the year which is included in other manufacturing expenses.

## 40. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits'

### (I) Defined Contribution Plan:

The amount recognized as an expense for the Defined Contribution Plans are as under :

(₹ in Lakhs)

Sl. No.	Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
a)	Provident Fund & ESI	276.24	259.82

### Defined Benefit Plan:

#### a) Gratuity Plan

The Company has a defined Gratuity Benefit plan. Every employee who has completed five years or more of service is entitled to gratuity as per the provisions of the Payment of Gratuity Act, 1972. The Company has got an approved gratuity fund with Life Insurance Corporation of India (LIC) to cover the gratuity liabilities. The present value of defined obligation and related current cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at Balance Sheet date.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 40. Disclosure pursuant to Indian Accounting Standard – 19 'Employee Benefits' (Contd..)

### b) Risk Exposure

Defined benefit plans expose the Company to the following types of actuarial risks:

**Interest rate risk:** The Plan exposes the company to the risk of fall in interest rates . A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

**Liquidity Risk:** This is the risk that the company is not able to meet the short term gratuity payouts .This may arise due to non availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

**Salary Escalation Risk:** The Present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future . Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

**Demographic Risk:** The company has used certain mortality and attrition assumption in valuation of the liability . The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

**Regulatory Risk:** Gratuity benefit is paid in accordance with the requirement of the Payment of Gratuity Act, 1972 (as amended from time to time). There is risk of change in regulations requiring higher gratuity payouts (e.g. Increase in the maximum limit on gratuity of ₹ 20,00,000).

**Asset Liability Mismatching or Market Risk:** The duration of the liability is longer compared to duration of assets, exposing the Company to market risk for volatilities/fall in interest rate.

**Investment Risk:** The probability or likelihood of occurrence of losses relative to the expected return on any particular Investment.

### c) Reconciliation Of the net defined benefit (Assets/Liabilities)

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Balance at the beginning of the year</b>	<b>1,131.90</b>	<b>956.37</b>
Current Service Cost	132.95	111.23
Interest Cost on Defined Benefit Obligation	80.88	71.40
Actuarial (gain)/losses arising from:		
Changes in demographic assumptions	7.93	(0.54)
Changes in financial assumptions	45.14	38.73
Experience adjustment	30.77	30.37
Benefits paid	(53.51)	(75.66)
<b>Balance at the end of the year</b>	<b>1,376.06</b>	<b>1,131.90</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 40. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' (Contd..)

### d) Reconciliation of the Plan Assets

The following table shows a reconciliation from the opening balances to the closing balances for the Plan Assets and its components:

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Balance at the beginning of the year</b>	<b>904.42</b>	<b>801.58</b>
Interest Income on Plan Assets	64.62	59.84
Remeasurement of Defined Benefit Obligation:		
Return on plan assets greater/ (lesser) than discount rate	4.60	(10.21)
Employer Contributions to the Plan	180.90	128.87
Benefits Paid	(53.51)	(75.66)
<b>Balance at the end of the year</b>	<b>1,101.03</b>	<b>904.42</b>

### e) The amount recognised in the Balance Sheet

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Present value of Defined Benefit Obligation	1,376.06	1,131.90
Fair Value of Plan Assets	(1,101.03)	(904.42)
<b>Net (Asset)/Liability in the Balance Sheet</b>	<b>275.03</b>	<b>227.48</b>

### f) Expenses recognized in profit or loss

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Current Service Cost	132.95	111.23
Interest Cost	80.88	71.39
Changes in demographic assumptions		
Changes in financial assumptions	-	-
Experience adjustment	-	-
Interest Income on Plan Assets	(64.62)	(59.84)
<b>Total Defined Benefit Cost recognized in Profit &amp; Loss</b>	<b>149.21</b>	<b>122.78</b>

### g) Remeasurements recognized in other comprehensive income

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Actuarial (gain)/losses arising from:</b>		
Changes in demographic assumptions	7.93	(0.54)
Changes in financial assumptions	45.14	38.74
Experience adjustment	30.77	30.37
Remeasurement of Defined Benefit Obligation:		
Return on plan assets greater/ (lesser) than discount rate	(4.60)	10.21
<b>Total Defined Benefit Cost recognized in Other Comprehensive Income</b>	<b>79.24</b>	<b>78.78</b>

### h) Major Categories of Plan Assets

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Qualified Insurance Policies	100%	100%

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 40. Disclosure pursuant to Indian Accounting Standard – 19 'Employee Benefits' (Contd..)

The Gratuity Scheme is invested in policies offered by Life Insurance Corporation (LIC) of India. The information on the allocation of the fund into major asset classes and expected return on each major class are not readily available. The expected rate of return on plan assets is based on market expectations, at the beginning of the period, for returns over the entire life of the related obligation.

### i) Asset Liability Matching Strategy

The company has purchased insurance policy which is basically a year on year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The Insurance company as a part of policy rules makes payment of all gratuity outgoes happening during the year (subject to sufficiency of fund under the policy). The Policy, thus mitigate the liquidity risk. However, being cash accumulation plan the duration of assets shorter compared to the duration of liabilities. Thus the company is exposed to movement in interest rate (in Particular the significant fall in interest rate which should result in a increase in liability without corresponding increase in assets).

### j) Actuarial Assumptions

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Financial Assumptions</b>		
Discount Rate	6.85%	7.15%
Salary Escalation Rate	7.50%	7.50%
<b>Demographic Assumptions</b>		
Normal Retirement age	60 years	58 years
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012-14
<b>Withdrawal Rate</b>		
- Upto 40 years	0.42%	0.42%
- Above 40 years	0.00%	0.00%

**k)** The company expect to contribute ₹ 431.17 Lakhs (Previous Year – ₹ 266.46 Lakhs) during the next annual reporting Period to gratuity fund.

**l)** As at 31<sup>st</sup> March 2025, the weighted average duration of the defined benefit obligation was 13 years (previous year- 12 years).The distribution of the timing of benefits payment i.e., the maturity analysis of the benefit payments is as follows :

(₹ in Lakhs)

Expected benefits payment for the year ending on	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Within next 12 months (next annual reporting period)	39.01	75.49
Between 2 and 5 years	208.77	190.58
Between 6 and 10 years	465.47	435.21
Beyond 10 years	3,191.63	2,328.84

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 40. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' (Contd..)

### m) Sensitivity Analysis

Significant actuarial assumption for the determination of the defined benefit obligation are discount rate, expected salary increase, attrition rate and mortality. The sensitivity analysis below have been determined based on reasonably possibly changes of the assumption occurring at the end of the reporting period, while holding all other assumption constant. The result of sensitivity assumption is given below:

(₹ in Lakhs)

Particulars	Gratuity	
	2024-25	2023-24
Defined Benefit Obligation (Base)	1,376.06	1,131.90

(₹ in Lakhs)

Particulars	Gratuity			
	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Decrease	Increase	Decrease	Increase
Discount Rate (-/+1%)	195.15	(163.61)	143.01	(121.39)
Salary Growth Rate (-/+1%)	(159.45)	183.29	(119.80)	137.96
Attrition Rate(-/+ 50% of attrition rates)	0.59	(0.59)	0.37	(0.35)
Mortality Rate (- / + 10% of mortality rates)	0.24	(0.25)	0.08	(0.08)

Although the analysis does not take into account the full distribution of cash flows expected under the period, it does an approximation of the sensitivity of the assumptions shown.

### (ii) Other Long term employee benefits :

#### Earned Leave assumptions

The liability towards compensated absences (earned leave) calculated using the Projected Unit Credit Method for the year ended 31<sup>st</sup> March 2025 based on actuarial valuation resulted in increase in liability by ₹ 30.50 Lakhs (Previous Year- increased by ₹ 19.23 Lakhs).

#### Actuarial Assumptions

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>Financial Assumptions</b>		
Discount Rate	6.85%	7.15%
Salary Escalation Rate	7.50%	7.50%

#### Demographic Assumptions

(₹ in Lakhs)

Particulars	2024-25	2023-24
Normal Retirement age	60 years	58 years
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012-14
Withdrawal Rate		
- Upto 40 years	0.42%	0.42%
- Above 40 years	0.00%	0.00%

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 41. Related Party Disclosures

Related party where control exists

### a) Subsidiary Companies

MSP Cement Limited	Wholly owned subsidiary
Prateek Mines & Minerals Private Limited	Subsidiary

### b) Joint Venture

Madanpur South Coal Company Limited
-------------------------------------

### c) Key Management Personnel

Name	Designation
Suresh Kumar Agrawal	Chairman
Saket Agrawal	Managing Director
Manish Agrawal	Joint Managing Director
Pradip Kumar Dey	Non Executive Director
Suneeta Mohanty	Non Executive Independent Director
Pranab Kumar Chakraborty ø	Non Executive Independent Director
Anubhav Goenka ø	Non Executive Independent Director
Pramode Kumar Pandey ø	Non Executive Independent Director
Prateek Bansal ^	Non Executive Independent Director
Navneet Jagatramka µ	Non Executive Independent Director
Ashok Kumar Soin µ	Non Executive Independent Director
Kamal Kumar Jain	Chief Financial Officer
Shreya Kar	Company Secretary

### d) Close Family Members of the Key Management Personnel

Name	Relation
Puranmal Agrawal	Relative - Father of Manish Agrawal
Kiran Agrawal	Relative - Mother of Manish Agrawal
Nisha Agrawal	Relative - Wife of Suresh Agrawal
Ekta Agrawal	Relative - Wife of Saket Agrawal
Richa Agrawal	Relative - Wife of Manish Agrawal
Pranay Agarwal	Relative - Son of Suresh Kumar Agrawal
Disha Agarwal	Relative - Daughter in law of Suresh Kumar Agrawal
Priyanka Agrawal	Relative - Sister of Manish Agrawal
Saket Family HUF	Managing Director is the Karta

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 41. Related Party Disclosures (Contd..)

### e) Enterprises over which Key management Personnel and their close family members having significant influence/control

Admirable Realtors Private Limited	Mecha Cast International
Association of Asra Owners	MSP Mines & Minerals Limited
Bharat Earth Mover	MSP Sponge Iron Limited
Bluebird Commotrade Private Limited	Nutech Vanija Private Limited
Dexo Trading Private Limited	Orbit Dealcom Private Limited
Gajgamini Vinimay Private Limited	Parmeshwar Tradecom Private Limited
Ginny Traders Private Limited	Procheta Consultants Private Limited
Greenhood Spices & Food Pvt Ltd	Sampat Marketing Co. Private Limited
Howrah Gases Limited	Shree Vinay Finvest Private Limited
Ilex Private Limited	Shri Enterprise
Indoves Industrial Private Limited	Sidhsilver InfraproPERTIES Private Limited
Inertia Enterprise	Sikhar Commotrade Private Limited
Jagran Vyapaar Private Limited	Subh Enterprise
Jaik Leasing And Commercial Investment Limited	Sunbeam Goods Private Limited
Jaikrishna Goods Private Limited	Swift & Company
Khatupati Energy Limited *	Veena Vyapaar Private Limited
M.A. Hire Purchase Private Limited	West Sintex
Mayur Media Services Private Limited	Yantriki

^ Appointed as a Non executive independent director w.e.f. 01<sup>st</sup> Sept. 2022 and resigned w.e.f. 12<sup>th</sup> Aug. 2024.

ø Appointed as a Non executive independent director w.e.f. 08<sup>th</sup> Aug. 2024.

μ Tenure of directorship has been completed w.e.f. 17<sup>th</sup> Sept. 2024.

\* Ceases to be an related party wef 1<sup>st</sup> April 2024.

(₹ in Lakhs)

Nature of Transactions (including taxes & duties where ever applicable)	Total	
	2024-25	2023-24
<b>Sales</b>		
Admirable Realtors Private Limited	1.90	0.31
Howrah Gases Limited	11.40	-
Indoves Industrial Private Limited	10,601.54	3,507.84
MSP Sponge Iron Limited	3,595.08	4,220.63
Shree Vinay Finvest Private Limited	1.43	-
<b>Dividend Income</b>		
Madanpur South Coal Company Limited	-	330.49
<b>Interest Income</b>		
MSP Cement Limited	6.27	4.50
<b>Interest Expenses</b>		
Gajgamini Vinimay Private Limited	7.20	10.43
Ilex Private Limited	1.78	-
Orbit Dealcom Private Limited	4.00	13.40
Procheta Consultants Private Limited	3.33	-
Sampat Marketing Co. Private Limited	2.22	-
<b>Store Chargeable Issue</b>		
Bharat Earth Mover	2.75	4.98
Howrah Gases Limited	0.72	-
Inertia Enterprise	2.68	3.15
Mecha Cast International	0.24	0.57
Shree Vinay Finvest Private Limited	4.84	3.78
Shri Enterprise	0.47	1.65
Subh Enterprise	1.40	0.26
Swift & Company	2.16	2.05
Yantriki	1.26	0.52
<b>Purchase of Material &amp; Components</b>		

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 41. Related Party Disclosures (Contd..)

(₹ in Lakhs)

Nature of Transactions (including taxes & duties where ever applicable)	Total	
	2024-25	2023-24
Howrah Gases Limited	0.55	-
Indoves Industrial Private Limited	1,272.41	773.73
Jagran Vyapaar Private Limited	225.30	-
MSP Sponge Iron Limited	16,501.85	15,332.22
Shree Vinay Finvest Private Limited	9.52	16.62
<b>Service Charges (Guarantee)</b>		
MSP Sponge Iron Limited	89.32	53.27
<b>Directors' Remuneration**</b>		
Manish Agrawal	75.39	56.22
Saket Agrawal	97.87	59.57
Suresh Kumar Agrawal	100.85	56.93
<b>Director Sitting Fees</b>		
Suneeta Mohanty	0.60	-
Pranab Kumar Chakraborty	1.20	-
Anubhav Goenka	1.20	-
Pramode Kumar Pandey	1.20	-
<b>Key Managerial Remuneration</b>		
Kamal Kumar Jain	43.25	38.97
Shreya Kar	12.06	10.74
<b>Expenses paid by party on behalf of us</b>		
Indoves Industrial Private Limited	11.64	24.71
M.A. Hire Purchase Private Limited	6.95	4.41
MSP Cement Limited	1.18	0.29
MSP Sponge Iron Limited	80.37	234.42
Sidhsilver InfraproPERTIES Private Limited	58.80	35.55
<b>Expenses paid by us on behalf of party</b>		
Indoves Industrial Private Limited	3.19	2.66
MSP Sponge Iron Limited	312.11	24.30
Howrah Gases Limited	2.58	2.80
<b>Rent Expenses</b>		
Ekta Agrawal	11.52	11.52
Jaik Leasing And Commercial Investment Limited	38.94	3.25
M.A. Hire Purchase Private Limited	35.40	35.40
Richa Agrawal	8.64	8.64
Sidhsilver InfraproPERTIES Private Limited	177.00	92.04
Veena Vyapaar Private Limited	7.08	-
<b>Vehicle Hire Charges</b>		
Bharat Earth Mover	21.56	22.37
Howrah Gases Limited	58.06	58.06
Jaik Leasing And Commercial Investment Limited	38.41	3.04
Mayur Media Services Private Limited	19.20	4.20
Yantriki	8.34	-
<b>Maintenance Charges</b>		
Association of Asra Owners	-	1.78
<b>Consultancy Charges</b>		
Howrah Gases Limited	6.48	-
<b>Equipment Hire Charges</b>		
Bharat Earth Mover	105.41	100.78
Inertia Enterprise	27.93	82.03
Ginny Traders Private Limited	27.67	-
Howrah Gases Limited	162.97	-
Khatupati Energy Limited	-	67.26
Mecha Cast International	60.06	55.93
Saket Family HUF	8.50	5.31

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 41. Related Party Disclosures (Contd..)

(₹ in Lakhs)

Nature of Transactions (including taxes & duties where ever applicable)	Total	
	2024-25	2023-24
Shri Enterprise	43.94	41.70
Shree Vinay Finvest Private Limited	373.60	338.73
Yantriki	48.62	79.01
Swift & Company	57.94	55.22
Subh Enterprise	3.30	53.54
West Sintex	42.13	39.65
<b>Logistics and Handling Charges</b>		
MSP Mines & Minerals Limited	49.56	35.40
MSP Sponge Iron Limited	287.86	630.72
<b>Repayment of Loans &amp; Advances</b>		
Orbit Dealcom Private Limited	10.00	13.00
Gajgamini Vinimay Private Limited	-	10.43
Procheta Consultants Private Limited	-	2,001.21
<b>Loans Given</b>		
MSP Cement Limited	60.00	-
<b>Allotment of Equity Shares against Unsecured Loan</b>		
Dexo Trading Private Limited	1,617.00	-
Ginny Traders Private Limited	2,700.00	-
Ilex Private Limited	1,442.00	-
Jaik Leasing And Commercial Investment Limited	915.00	-
M.A. Hire Purchase Private Limited	560.00	-
Procheta Consultants Private Limited	2,687.21	-
Sampat Marketing Co. Private Limited	2,134.00	-
Sikhar Commotrade Private Limited	740.59	-
<b>Loans &amp; Advances Given (Closing Balance)</b>		
MSP Cement Limited	118.81	54.34
Subh Enterprise	2.62	-
<b>Trade Receivable (Closing Balance)</b>		
Admirable Realtors Private Limited	-	0.31
Howrah Gases Limited	9.54	-
Indoves Industrial Private Limited	739.24	480.75
<b>Advance Received (Closing Balance)</b>		
Admirable Realtors Private Limited	0.09	-
<b>Trade Payable (Closing Balance)</b>		
Bharat Earth Mover	10.22	9.90
Ekta Agrawal	0.94	0.86
Mayur Media Services Private Limited	3.02	0.32
Inertia Enterprise	2.44	4.65
Ginny Traders Private Limited	3.19	1.45
Howrah Gases Limited	-	4.43
Jagran Vyapaar Private Limited	3.73	-
Jaik Leasing And Commercial Investment Limited	5.99	5.76
Khatupati Energy Limited	-	6.19
M.A. Hire Purchase Private Limited	2.96	2.70
Mecha Cast International	4.76	4.64
Richa Agrawal	0.71	0.65
Saket Family HUF	0.81	0.58
Shri Enterprise	4.47	2.35
Shree Vinay Finvest Private Limited	61.13	66.38
Sidhsilver InfraproPERTIES Private Limited	17.91	15.92
Subh Enterprise	-	3.20
Yantriki	5.17	5.91
West Sintex	3.83	3.25

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 41. Related Party Disclosures (Contd..)

(₹ in Lakhs)

Nature of Transactions (including taxes & duties where ever applicable)	Total	
	2024-25	2023-24
Swift & Company	5.45	4.41
MSP Mines & Minerals Limited	2.06	2.90
Veena Vyapaar Private Limited	6.48	-
MSP Sponge Iron Limited	2,636.52	2,886.43
<b>Loans Taken (Closing Balance)</b>		
Dexo Trading Private Limited	-	1,617.00
Ginny Traders Private Limited*	0.00	2,700.00
Ilex Private Limited	81.60	1,522.00
Jaik Leasing And Commercial Investment Limited*	0.00	915.00
M.A. Hire Purchase Private Limited	-	560.00
Orbit Dealcom Private Limited	41.67	51.67
Gajgamini Vinimay Private Limited	80.00	80.00
Procheta Consultants Private Limited	153.00	2,837.21
Sampat Marketing Co. Private Limited	102.00	2,234.00
Sikhar Commodity Private Limited	-	740.59
<b>Security Deposit Paid (Closing Balance)</b>		
Sidhsilver InfraproPERTIES Private Limited	60.00	60.00
<b>Investments (At Cost)</b>		
Howrah Gases Limited	15.91	15.91
M.A. Hire Purchase Private Limited	4,370.68	4,370.68
Jaik Leasing And Commercial Investment Limited	0.75	0.75
Madanpur South Coal Company Limited	131.96	131.96
MSP Cement Limited	58.07	58.07
Prateek Mines & Minerals Private Limited	65.32	65.32
MSP Sponge Iron Limited	49.50	49.50

\* Represents amounts less than ₹ 500/-

\*\* For the year ended March 31, 2025 the Company has paid/ provided managerial remuneration amounting to ₹ 274.11 lakhs to its directors which is in excess of the limit set under section 197 of the Companies Act, 2013. The Company proposes to seek approval of the shareholders by way of special resolution at the ensuing annual general meeting for waiver of recovery of such excess remuneration paid in terms of section 197(10) of the Companies Act, 2013.

Key Managerial Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19- 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

The Company has received personal guarantee from Puranmal Agrawal, Suresh Kumar Agrawal, Manish Agrawal & Saket Agrawal in relation to loan taken from banks having outstanding balance of ₹ 24,102.58 lakhs (PY ₹ 31,775.06 lakhs).

### Terms and Conditions of transactions with Related Parties

The transactions with Related Party are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding Balances at the year end are unsecured and settlement occurs in cash for the year ended 31<sup>st</sup> March, 2025 (except for the transactions mentioned in Note 15.1.(b)), the Company has recorded the receivable relating to amount due from Related Parties. This assessment is undertaken each Financial Year through examining the Financial position of the Related Parties and the market in which the Related Party operates.

In respect of the above parties, there is no provision for doubtful debts as on 31<sup>st</sup> March 2025 and no amount has been written off or written back during the year in respect of debt due from/to them.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 42. Segment information

As the Company's business activity falls within a single significant primary business segment i.e. "Manufacturing/ Trading of Iron & Steel Products", no separate segment information is disclosed. These, in the context of Ind AS 108 on "Operating Segments" are considered to constitute one segment and hence, the Company has not made any additional segment disclosures.

The information relating to revenue from external customers and location of non-current assets of its single reportable segment has been disclosed as below:

(₹ in Lakhs)

Revenue from external customers	2024-25	2023-24
India	2,87,997.77	2,83,999.38
Outside India	245.27	1,467.34
	<b>2,88,243.04</b>	<b>2,85,466.72</b>

(₹ in Lakhs)

Non-Current Assets *	2024-25	2023-24
India	79,601.43	81,626.45
Outside India	-	-
	<b>79,601.43</b>	<b>81,626.45</b>

\* excludes financial assets, deferred tax, current tax assets, post-employment benefit assets and Investment in Subsidiaries & Joint Venture.

## Information about major customers

Total amount of revenues from customers (each exceeding 10% of total revenues of the Company) is ₹ Nil (Previous Year ₹ Nil Lakhs).

## 43. Corporate social responsibility

As per Section 135 of the Companies Act, 2013, a company meeting the applicable threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are in accordance to the CSR Policy of the Company which includes Rural Development Project, eradicating hunger, poverty and malnutrition, healthcare and sanitation, animal welfare, etc. A CSR committee has been formed by the Company as per the Act.

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Amount required to be spent by the company during the year	-	-
Amount spent during the year on:	156.86	236.47
Construction/acquisition of any asset	21.66	115.96
On purposes other than above	135.20	120.51
Excess amount to be carried forward for next year eligible for set off *	156.86	236.47
Total of previous years shortfall	-	-
Contribution to a trust controlled by the company	Nil	Nil

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 43. Corporate social responsibility (Contd)

For movement is CSR, refer below:

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Opening Balance	430.85	194.38
Gross amount to be spent during the year	-	-
Actual spent	156.86	236.47
Excess amount to be carried forward for next year eligible for set off *	587.71	430.85

\* Excess amount of ₹ 156.86 Lakhs (Previous Year - ₹ 236.47 Lakhs) is charged to Profit & Loss account are to be carried forward to next year and are eligible for set off. The total amount carried forward as on 31<sup>st</sup> March 2025 is ₹ 587.71 Lakhs (Previous Year - ₹ 430.85 Lakhs).

## 44. Assets pledged as security

The carrying amounts of assets pledged as security are:

(₹ in Lakhs)

Particulars	Refer Note No.	2024-25	2023-24
<b>For Term Loan</b>			
<b>First Charge</b>			
<b>Equitable Mortgage</b>			
Land	3(a)	941.36	941.36
Factory Building	3(a)	7,492.71	7,922.50
Other Building	3(a)	4,932.92	5,122.57
Intangible Assets	3(c)	48.77	-
<b>First Hypothecation</b>			
Plant & Machinery, Vehicle, Office Equipment and Furniture & Fixtures	3(a)	65,517.55	67,640.02
<b>Second Charge</b>			
(a) Inventories	8	47,438.72	49,047.32
(b) Financial Assets			
(i) Trade Receivables	9	7,389.24	7,008.39
(ii) Cash and Cash equivalents	10	376.06	2,578.12
(iii) Bank Balances other than (ii) above	11	1,618.86	2,107.54
(iv) Other Financial Assets	5	30.87	34.26
(c) Other Current Assets	12	9,042.69	12,248.12
<b>Total Assets Pledged against Term Loan</b>		<b>1,44,829.75</b>	<b>1,54,650.20</b>
<b>For Cash Credit</b>			
<b>First Charge</b>			
(a) Inventories	8	47,438.72	49,047.32
(b) Financial Assets			
(i) Trade Receivables	9	7,389.24	7,008.39
(ii) Cash and Cash equivalents	10	376.06	2,578.12
(iii) Bank Balances other than (ii) above	11	1,618.86	2,107.54
(iv) Other Financial Assets	5	30.87	34.26
(c) Other Current Assets	12	9,042.69	12,248.12
<b>Second Charge</b>			
(a) Property, Plant and Equipment	3(a)	78,884.54	81,626.45
(b) Intangible Assets	3(c)	48.77	-
<b>Total Assets Pledged against Cash Credit</b>		<b>1,44,829.75</b>	<b>1,54,650.20</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

**45** The Company has filed quarterly returns or statements with the banks in lieu of the sanctioned working capital facilities, which are in agreement with the books of account other than those as set out below.

## For the Year Ended 31<sup>st</sup> March'25

Particulars	Quarter Ended	Amount Disclosed as per Quarterly Statement**	Amount as per Books of accounts**	Difference	Reason For Variance
Consortium of Banks led by State Bank of India	June 30, 2024	38,462.65	46,363.62	-7,900.97	Note -1
	September 30, 2024 *	36,762.36	43,548.51	-6,786.14	
	December 31, 2024 *	35,461.46	38,161.46	-2,700.00	
	March 31, 2025 *	35,174.29	37,537.97	-2,363.69	

\* As per the revised stock statements submitted to banks.

## For the Year Ended 31<sup>st</sup> March'24

Particulars	Quarter Ended	Amount Disclosed as per Quarterly Statement**	Amount as per Books of accounts**	Difference	Reason For Variance
Consortium of Banks led by State Bank of India	June 30, 2023	36,189.34	45,403.22	-9,213.88	Note -1
	September 30, 2023	34,666.79	48,342.83	-13,676.04	
	December 31, 2023	32,927.50	46,346.02	-13,418.52	
	March 31, 2024	33,078.23	44,933.19	-11,854.97	

**Note 1** - As per the terms of the sanction letter, the amount of advances and stores & spares has been restricted for computing the Drawing Power calculation for the monthly stock statements. Accordingly, the Company has submitted the figures in quarterly statements in abidance with the above restrictions.

\*\*This is computed by considering the following :

Inventory+Trade Receivables+Advances Given to suppliers-Trade Payables-Advances Received from customers"

## 46. Ratio

(₹ in Lakhs)

Particulars	Numerator	Denominator	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	% Variance
(a) Current ratio	Current Assets	Current Liabilities	1.26	1.29	(2.52)
(b) Debt-equity ratio <sup>1</sup>	Debt	Equity	0.25	0.49	(49.46)
(C) Debt service coverage ratio	Earnings available for debt service	Debt Service	0.89	1.13	(21.61)
(d) Return on equity ratio <sup>2 (%)</sup>	Profit after tax	Average shareholder's Equity	(3.69)	2.51	(247.04)
(e) Inventory turnover ratio	Sales	Average Inventory	6.02	5.90	2.07
(f) Trade receivables turnover ratio	Sales	Average Receivables	40.36	39.61	1.89
(g) Trade payables turnover ratio	Credit purchase	Average Payables	10.89	11.50	(5.33)

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 46. Ratio (Contd..)

(₹ in Lakhs)

Particulars	Numerator	Denominator	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	% Variance
(h) Net capital turnover ratio <sup>3</sup>	Sales	Average Working Capital	19.12	14.68	30.21
(i) Net profit ratio <sup>4</sup> (%)	Profit after tax	Sales	(0.99)	0.50	(297.64)
(j) Return on capital employed	EBIT	Average Capital Employed	0.07	0.08	(16.09)
(k) Return on investment <sup>5</sup> (%)	Net gain/(loss) on sale/fair value changes of Equity Instruments	Average Investments	5.64	(1.66)	(439.97)

- (i) Increased primarily on account of conversion of Long Term Loans into Equity.
- (2) Decreased primarily on account of reversal of MAT Credit Entitlement and conversion of Long Term Loans into Equity.
- (3) Increased primarily on account of reduction in Average Working Capital.
- (4) Decreased primarily on account of reversal of MAT Credit Entitlement.
- (5) Increased primarily on account of gain in the fair value of investments.

## 47 Other Statutory Information

- (a) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and intangible assets during the current and previous financial year.
- (b) The Company has not given any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment granted to promoters, directors, KMPs and related parties.
- (c) The Company has used borrowings from banks and financial institutions for the specific purpose for which it was obtained.
- (d) The Company does not have any Benami property. Further, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (e) The Company does not have transactions with any struck off companies during the current and previous financial year.
- (f) The Company has not traded or invested in Crypto currency or Virtual Currency during the current and previous financial year.
- (g) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or
  - (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (h) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or
  - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 47 Other Statutory Information (Contd..)

- (i) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (j) The Company has not been declared as a wilful defaulter by any bank or financial institution or government or any other lender.
- (k) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

**48.** The Company has used two accounting software(s) for maintaining its books of account. One of the software had a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software at application and database level. Further, no instance of audit trail feature being tampered with was noted in respect of the aforementioned software where the audit trail feature has been enabled.

In case of other accounting software which is operated by a third-party software service provider to capture incentive points of the dealers, Service Organisation Controls 1 type 2 report is not available, hence the Company is unable to determine whether audit trail feature of the said software was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature being tampered with.

Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention for the software whose audit trail feature was enabled.

**49** The financial statements for the year ended March 31,2025 were approved by the Board of Directors and authorised for issue on May 30, 2025.

**50.** The previous year's figures have been regrouped, rearranged and reclassified to conform to the classification of the current year, wherever necessary.

As per our report of even date:

For **Singhi & Co.**

Chartered Accountants

Firm Registration No.-302049E

**Shrenik Mehta**

Partner

Membership No.-063769

Kolkata, 30<sup>th</sup> May, 2025

**For and on behalf of Board of Directors**

**Suresh Kumar Agrawal**

Chairman

DIN - 00587623

**Manish Agrawal**

Joint Managing Director

DIN - 00129240

**Kamal Kumar Jain**

Chief Financial Officer

**Shreya Kar**

Company Secretary

Mem No. A41041

# Consolidated Financial Statements

# Independent Auditor's Report

To  
 The Members of  
**MSP Steel & Power Limited**

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the accompanying Consolidated Financial Statements of **MSP Steel & Power Limited** (herein referred to as "the Holding Company") and its subsidiary companies (the Holding Company and its subsidiary companies together referred to as "the Group") and its joint venture, which comprise the Consolidated Balance sheet as at March 31, 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the Consolidated Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries and joint venture referred to in the Other Matters section below, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Sec 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 consolidated state of affairs of the Group as at March 31, 2025, and their consolidated loss, their consolidated total comprehensive loss, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing ("SAs") as specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group and its joint venture, in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants (ICAI) of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters section below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Consolidated Financial Statements for the financial year ended March 31, 2025. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context:

Descriptions of Key Audit Matter	How we addressed the matter in our audit
<p><b>Revenue Recognition (Refer Note No. 21 to the Consolidated Financial Statements)</b></p> <p>Revenue from the sale of goods (hereinafter referred to as "Revenue") is recognized when the Holding Company performs its obligation to its customers and the amount of revenue can be measured reliably and recovery of the consideration is probable. The timing of such recognition in case of sale of goods is when the control over the same is transferred to the customer, which is mainly upon delivery.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>Obtained an understanding of the Holding Company's revenue recognition policies and assessed their compliance with the principles of Ind AS 115, Revenue from Contracts with Customers.</li> <li>Evaluated the design and tested the operating effectiveness of key controls over the initiation, recording, and recognition of revenue, including controls around dispatch, delivery, and invoicing.</li> </ul>

Descriptions of Key Audit Matter	How we addressed the matter in our audit
<p>The timing of revenue recognition is relevant to the reported performance of the Holding Company. The management considers revenue as a key measure for evaluation of performance.</p>	<ul style="list-style-type: none"> <li>Verified, on a sample basis, revenue transactions with supporting documents such as sales invoices, dispatch documents, weighbridge slips, lorry receipts, bills of lading, and proof of delivery, to assess whether revenue was recognised in accordance with the contractual terms.</li> </ul>
<p>Cut-off is the key assertion in so far as revenue recognition is concerned, since an inappropriate cut-off can result in material misstatement of results for the year. Further, owing to the multiplicity of the Holding Company's products and volume of sales transactions, revenue is determined to be an area involving significant risk requiring significant auditor attention and is therefore determined as a key audit matter.</p>	<ul style="list-style-type: none"> <li>Performed cut-off testing around the reporting date by examining dispatches and invoices immediately before and after year-end to ensure revenue was recorded in the correct accounting period.</li> <li>Performed substantive analytical procedures, including comparison of revenue trends with production, dispatch quantities, and prior periods, to identify unusual or unexpected variances.</li> <li>Assessed the adequacy and appropriateness of disclosures in the Consolidated Financial Statements relating to revenue recognition.</li> </ul>
<p><b>Inventory Management (Refer Note No 8 to the Consolidated Financial Statements).</b></p>	<p>Our audit procedures included the following:</p>
<p>The carrying value of Holding Company's inventory as at March 31, 2025 is Rs. 47,438.72 Lakhs. The measurement of inventories like Coal, Iron Ore, Sponge Iron, Pellet, TMT etc. in which the company deals in involves certain estimations/assumption and also involves volumetric measurements. Measurement of some of these inventories also involves consideration of handling loss, moisture loss/gain, spillage, etc.</p>	<ul style="list-style-type: none"> <li>Obtained an understanding of the Holding Company's inventory management and measurement process followed by the Holding Company for bulk materials.</li> <li>Evaluated the design and tested the operating effectiveness of key controls relating to recording, monitoring, and measurement of inventory.</li> <li>Participated in the physical verification of inventories at certain locations, which was carried out by the management through an independent third-party agency.</li> <li>Verified the basis and reasonableness of assumptions/estimates used by management in relation to volumetric measurements.</li> <li>Compared the cost of the finished goods with the estimated net realizable value and checked if the finished goods were recorded at net realizable value where the cost was higher than the net realizable value.</li> <li>Assessed the adequacy and appropriateness of disclosures made in the Consolidated Financial statements in respect of inventory measurement.</li> </ul>
<p>We determine this to be key audit matter to our audit report due to quantum of amount involved.</p>	<p>Our audit procedures included the following:</p>
<p><b>Conversion of OCDs and Unsecured Promoter Loans into Equity (Refer Note No. 15.1(b) of the Consolidated Financial Statements)</b></p>	<ul style="list-style-type: none"> <li>Verified the Master Framework Agreement dated January 24, 2018, pursuant to which a portion of the unsustainable debt was converted into OCDs.</li> <li>Verified the Board of Directors and the Shareholder's approval for conversion of OCDs and unsecured promoter loan into equity from the minutes of their respective meetings.</li> <li>Verified in-principle approvals received from the stock exchanges, examined the relevant statutory filings with MCA and verified the conversion notices submitted by the allottees.</li> </ul>

Descriptions of Key Audit Matter	How we addressed the matter in our audit
<p>financial instruments (along with treatment of accumulated YTM) and ensuring compliance with provisions of the Companies Act, 2013 and SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018. Considering the magnitude and complexity, this matter was determined to be a key audit matter.</p>	<ul style="list-style-type: none"> <li>Reviewed the valuation reports, issued by a Registered Valuer for determination of conversion price.</li> <li>Assessed the adequacy and appropriateness of disclosures made in the Consolidated Financial Statements in respect of conversion of OCD liabilities and unsecured promoter loan into equity shares.</li> </ul>

### Information Other than the Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this Auditor's report, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group including its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each

Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the Consolidated Financial Statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Managements and Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of companies included in the Group and the Board of Directors of its joint venture are also responsible for overseeing the financial reporting process of each Company.

### Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 Consolidated Financial Statements.

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to Consolidated Financial Statements 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 the management.
- Conclude on the appropriateness of management's and Board of Director'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 appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of the entities or business activities within the Group and its joint venture to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities

or business activities included in the Consolidated Financial Statements of which we are the independent auditor. For the other entity included in the consolidated financial statements, which has been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the financial year ended March 31, 2025 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.

### Other Matters

- We did not audit the financial statements/ financial information of two subsidiaries included in Consolidated Financial Statements whose financial statements/ financial information reflect total assets of Rs. 285.72 lakhs and net assets of Rs. 82.23 lakhs respectively as at March 31, 2025, total revenues of Rs. 0.69 lakhs, total profit after tax of Rs. (-) 25.04 lakhs and total comprehensive income of Rs. (-) 25.04 lakhs for the year ended on that date

and net cash outflow of Rs. 4.06 lakhs for the year from April 1, 2024 to March 31, 2025 as considered in the Consolidated Financial Statements. Further, it also includes the Group's share of net profit after tax of Rs. 5.03 lakhs and total comprehensive income of Rs. 5.03 lakhs as considered in the Consolidated Financial Statements for the year ended March 31, 2025 respectively, in respect of the joint venture. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information in so far as it relates to the aforesaid subsidiaries companies and joint venture is based solely on the reports of the other auditors.

2. The consolidated financial statements of the Company for the year ended March 31, 2024 were audited by predecessor auditor who expressed an unmodified opinion on the same vide their report dated May 29, 2024. We have placed reliance on the said report of the predecessor auditor.

Our opinion is not modified in respect of above matters.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**", a statement on the matter specified in paragraph 3(xxi) of CARO 2020.
2. As required by section 143 (3) of the Act, based on our audit and on the consideration of the report of the other auditors on the financial statements of the subsidiaries and the joint venture, incorporated in India as referred to in the Other Matters section above, we report, to the extent applicable that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
  - (b) In our opinion, proper books of account as required by law relating to the preparation of aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books except for the matters stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014;

- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flow and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of accounts maintained for the purpose of preparation of the Consolidated Financial Statements;
- (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time;
- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Holding Company and on consideration of the reports of statutory auditors of subsidiaries and the joint venture incorporated in India, none of the directors of Group Companies are disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act;
- (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 2(i)(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 with reference to Consolidated Financial Statements of the Group and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**", which is based on the auditors' reports of the Holding Company, its subsidiaries and the joint venture incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding Company's internal financial controls with reference to Consolidated Financial Statements.
- (h) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries and joint venture incorporated in India, the managerial remuneration for the year ended March 31, 2025 has been paid/ provided except for the fact that the Holding Company has paid/provided managerial remuneration to its directors in excess of the limits prescribed under section 197 of the Companies Act, 2013. The Holding Company has represented that it proposes to seek the approval of the

shareholders by way of special resolution at the ensuing Annual General Meeting for waiver of recovery of such excess remuneration in terms of section 197 (10) of the Act. Details of such excess remuneration are disclosed in note - 41 to the Consolidated Financial Statements; and

- (i) 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, as amended, in our opinion and to the best of our information and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries and joint venture as noted in the 'Other matter' paragraph:
  - I. The Group and its joint venture has disclosed the impact of pending litigations as at March 31, 2025 on its financial position in its Consolidated Financial Statements – note 36(a) to the Consolidated Financial Statements;
  - II. The Group and its joint venture did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - III. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries and joint venture. There was no amount which was required to be transferred to the Investor Education and Protection Fund by the Holding Company, subsidiary companies and its joint venture incorporated in India during the year ended March 31, 2025.
  - IV. (a) The respective management of Holding Company, its subsidiary companies or the joint venture incorporated in India whose Financial Statements have been audited under the Act has represented to us that, to the best of its knowledge and belief, as disclosed in the note 49(g) to the Consolidated Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company, its subsidiary companies or the joint venture incorporated in India to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded

in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, its subsidiary companies or the joint venture ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The respective management of the Holding Company, its subsidiary companies or the joint venture incorporated in India whose Financial Statements have been audited under the Act, have represented that, to the best of its knowledge and belief, as disclosed in the note 49(h) to the Consolidated Financial Statements, no funds have been received by the Holding Company, its subsidiary companies or the joint venture incorporated in India from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company, its subsidiary companies or the joint venture 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 ; and
- (c) Based on our audit procedures that are considered reasonable and appropriate in the circumstances and performed by us and those performed by the auditors of the its subsidiary companies and the joint venture incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under paragraph 2(i) (iv)(a) &(b) above, contain any material misstatement .
- V. The Holding Company, its subsidiaries and the joint venture have not declared or paid any dividend during the year therefore reporting regarding compliance of section 123 of the Act is not applicable.

VI. Based on our examination which included test checks and that performed by the respective auditors of the subsidiary companies and joint venture which are companies incorporated in India whose financial statements have been audited under the Act. The Holding Company, subsidiary companies and the joint venture has used accounting softwares for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares, except for the fact that in case of one accounting software of the Holding Company which is operated by a third-party software service provider to capture incentive points of the dealers, Service Organisation Controls 1 type 2 report is not available, hence we are unable to determine whether audit trail feature of the said software of the Holding Company was enabled and operated throughout the year for all relevant transactions recorded

in the software or whether there were any instances of the audit trail feature being tampered with. Further, in respect of software other than operated by third-party software service provider, no instance of audit trail feature being tampered with, was noted. Additionally, the audit trail has been preserved by the Holding Company, subsidiary companies and the joint venture as per the statutory requirements for record retention for the software whose audit trail feature was enabled.

**For Singhi & Co.**

Chartered Accountants  
Firm Registration No.302049E

**(Shrenik Mehta)**

Partner

Place: Kolkata  
Dated: May 30, 2025

Membership No. 063769  
UDIN: 25063769BMMIRG5244

## Annexure 'A' to the Independent Auditor's Report

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Independent Auditor's Report of even date to the Members of MSP Steel & Power Limited on the Consolidated Financial Statements as of and for the year ended March 31, 2025).**

As required by paragraph 3(XXI) of the CARO 2020, we report that the auditors of the following companies have given qualification or adverse remarks in their CARO report on the Standalone Financial Statements of the respective companies included in the Consolidated Financial Statements of the Group.

S. No.	Name of the Company	CIN	Holding/ Subsidiary/ Joint Venture	Date of respective Auditor's Report	Paragraph in the respective CARO Report
1	Prateek Mines & Minerals Private Limited	U14219WB2006PTC112186	Subsidiary Company	28 <sup>th</sup> May, 2025	(XVII), (XIX)
2	MSP Cement Limited	U26940CT2008PLC002120	Wholly Owned Subsidiary	22 <sup>nd</sup> May, 2025	(XVII)
3	Madanpur South Coal Company Limited	U10300CT2006PLC020006	Joint venture	21 <sup>st</sup> April, 2025	(I)(C), (XIX)

**For Singhi & Co.**

Chartered Accountants  
Firm Registration No.302049E

**(Shrenik Mehta)**

Partner

Membership No. 063769  
UDIN: 25063769BMMIRG5244

Place: Kolkata  
Dated: May 30, 2025

# Annexure "B" to the Independent Auditor's Report

**(Referred to in paragraph 2 (g) under 'Report on Other Legal and Regulatory Requirements' section of our Independent Auditor's Report of even date to the Members of MSP Steel & Power Limited on the Consolidated Financial Statements as of and for the year ended March 31, 2025)**

## Report on the Internal Financial Controls with reference to Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of Consolidated Financial Statements of the Holding Company as of and for the year ended March 31, 2025, we have audited the internal financial controls with reference to Consolidated Financial Statements of **MSP Steel & Power Limited** (hereinafter referred to as the "Holding Company"). Based on comments made by the independent auditors of the subsidiary companies and the joint venture incorporated in India with respect to the internal financial controls with reference to Financial Statements as required in terms of subsection (3)(i) of section 143 of the Act, we report as under:

## Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary companies and the joint venture which are companies incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control with reference to Consolidated Financial Statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("the ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

## Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated

financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements 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 with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, 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 judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor of the subsidiary companies and the joint venture which are companies incorporated in India in terms of their reports referred to in "Other Matters" Paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system with reference to Consolidated Financial Statement of the Holding Company, its subsidiary companies and the joint venture, which are companies incorporated in India.

## Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

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

principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated Financial Statements.

### **Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements**

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

### **Opinion**

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of other auditor referred to in the Other Matters paragraph below, the Holding Company, its subsidiary companies and the joint venture, which are companies incorporated in India, have, in all material

respects, an adequate internal financial controls system with reference to Consolidated Financial Statements and such controls were operating effectively as at March 31, 2025, based on the criteria for internal financial control with reference to Consolidated Financial Statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

### **Other Matter**

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements in so far as it relates to the two subsidiary companies and the joint venture incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matter.

**For Singhi & Co.**

Chartered Accountants  
Firm Registration No.302049E

**(Shrenik Mehta)**

Partner

Place: Kolkata

Membership No. 063769

Dated: May 30, 2025

UDIN: 25063769BMMIRG5244

# Consolidated Balance Sheet

as at 31<sup>st</sup> March, 2025

(₹ in Lakhs)

Sl. No.	Particulars	Note No.	As at 31 <sup>st</sup> March, 2025	As at 31 <sup>st</sup> March, 2024
<b>A ASSETS</b>				
<b>1 Non-Current Assets</b>				
(a) Property, Plant and Equipment	3(a)	78,903.65	81,646.01	
(b) Right-of-Use Assets	3(b)	94.53	—	
(c) Intangible Assets	3(c)	48.77	—	
(d) Intangible Assets under development	3(d)	59.18	59.18	
(e) Goodwill		1.00	1.00	
(f) Investment in Joint Venture	4	442.91	437.89	
(g) Financial Assets				
(i) Investments	4	4,283.49	4,035.88	
(ii) Loans	5(a)	9.33	16.66	
(iii) Other Financial Assets	5(b)	1,807.23	808.83	
(h) Deferred Tax Assets (Net)	6	—	2,645.76	
(i) Other Non Current Assets	12	573.59	—	
		<b>86,223.68</b>	<b>89,651.21</b>	
<b>2 Current Assets</b>				
(a) Inventories	8	47,438.72	49,047.32	
(b) Financial Assets				
(i) Trade Receivables	9	7,502.33	7,131.39	
(ii) Cash and Cash Equivalents	10	404.41	2,610.53	
(iii) Bank Balances other than (ii) above	11	1,671.88	2,109.94	
(iv) Other Financial Assets	5(b)	30.87	34.26	
(c) Current Tax Assets (Net)	7	1,295.05	993.37	
(d) Other Current Assets	12	8,926.23	12,195.56	
		<b>67,269.49</b>	<b>74,122.37</b>	
<b>TOTAL ASSETS</b>			<b>1,53,493.17</b>	<b>1,63,773.58</b>
<b>B EQUITY AND LIABILITIES</b>				
<b>1 Equity</b>				
(a) Equity Share Capital	13	56,679.66	38,541.50	
(b) Other Equity	14	41,222.38	19,692.13	
(c) Non-Controlling Interest		28.76	29.23	
		<b>97,930.80</b>	<b>58,262.86</b>	
<b>2 Liabilities</b>				
<b>Non-Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	15(a)	1,170.22	47,734.73	
(ii) Lease Liabilities	15(b)	51.93	—	
(b) Provisions	16	451.90	378.26	
(c) Deferred Tax Liabilities (Net)	6	447.09	—	
		<b>2,121.14</b>	<b>48,112.99</b>	
<b>3 Current Liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	17	24,977.58	30,412.86	
(ii) Lease Liabilities	15(b)	44.08	—	
(iii) Trade Payables				
(a) Total outstanding dues to micro enterprises and small enterprises	18	1,189.23	909.70	
(b) Total outstanding dues to Creditors other than micro enterprises and small enterprises	18	22,037.95	20,743.40	
(iv) Other Financial Liabilities	19	1,846.68	1,568.83	
(b) Other Current Liabilities	20	3,332.23	3,753.85	
(c) Provisions	16	13.48	9.09	
		<b>53,441.23</b>	<b>57,397.73</b>	
<b>TOTAL EQUITY AND LIABILITIES</b>			<b>1,53,493.17</b>	<b>1,63,773.58</b>

Material Accounting Policies and accompanying notes are an integral part of these consolidated financial statements. 1-52

**As per our report of even date:**

**For Singh & Co.**

Chartered Accountants  
Firm Registration No.-302049E

**For and on behalf of Board of Directors**

**Shrenik Mehta**

Partner  
Membership No.-063769  
Kolkata, 30<sup>th</sup> May, 2025

**Suresh Kumar Agrawal**  
Chairman  
DIN - 00587623

**Manish Agrawal**  
Joint Managing Director  
DIN - 00129240

**Kamal Kumar Jain**  
Chief Financial Officer

**Shreya Kar**  
Company Secretary  
Mem No. A41041

# Statement of Consolidated Profit & Loss

for the year ended March 31, 2025

(₹ in Lakhs)

Particulars	Notes	2024-25	2023-24
<b>(I) INCOME</b>			
(a) Revenue from Operations	21	2,90,524.78	2,87,385.40
(b) Other Income	22	358.70	3,840.91
<b>Total (I)</b>		<b>2,90,883.48</b>	<b>2,91,226.31</b>
<b>(II) EXPENSES</b>			
(a) Cost of Materials Consumed	23	2,35,525.19	2,33,192.41
(b) Purchases of Stock in Trade	24	379.48	221.87
(c) Changes in Inventories of Finished Goods, By-products, Work in Progress and Stock in Trade	25	(415.17)	(3,914.43)
(d) Employee Benefits Expense	26	7,751.78	6,651.44
(e) Finance Costs	27	8,118.31	8,768.18
(f) Depreciation and Amortization Expenses	28	5,374.70	5,541.05
(g) Other Expenses	29	33,897.98	38,697.53
<b>Total (II)</b>		<b>2,90,632.27</b>	<b>2,89,158.05</b>
<b>Profit/(Loss) before Exceptional Item and Tax (I-II)</b>		<b>251.21</b>	<b>2,068.26</b>
<b>Exceptional Items</b>			
<b>Share of Profit/(Loss) from Joint Venture (Net of Tax)</b>	47	<b>5.03</b>	<b>1.09</b>
<b>Profit/(Loss) Before Tax</b>		<b>256.24</b>	<b>2,069.35</b>
<b>Tax Expenses</b>	31		
Current Tax		-	-
Income tax for Earlier Year		-	-
Deferred Tax		3,092.18	634.71
<b>Total Tax Expenses</b>		<b>3,092.18</b>	<b>634.71</b>
<b>Profit/(Loss) for the Year</b>		<b>(2,835.94)</b>	<b>1,434.64</b>
<b>Other Comprehensive Income</b>	32		
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit plans		(79.24)	(78.78)
(b) Equity Instruments through Other Comprehensive Income		247.61	(71.87)
(c) Income taxes on items that will not be reclassified to profit or loss		(0.67)	(45.75)
<b>Other Comprehensive Income (Net of Tax)</b>		<b>167.70</b>	<b>(196.40)</b>
<b>Total Comprehensive Income for the year</b>		<b>(2,668.24)</b>	<b>1,238.24</b>
<b>Profit for the Period attributable to</b>			
(i) Owners of the Company		(2,835.48)	1,435.87
(ii) Non Controlling Interest		(0.46)	(1.23)
<b>Other Comprehensive Income for the Period attributable to</b>			
(i) Owners of the Company		167.70	(196.40)
(ii) Non Controlling Interest		-	-
<b>Total Comprehensive Income for the Period attributable to</b>			
(i) Owners of the Company		(2,667.78)	1,239.47
(ii) Non Controlling Interest		(0.46)	(1.23)
<b>Earnings per equity share of face value of ₹ 10/- each</b>	33		
<b>Basic (₹)</b>		(0.62)	0.37
<b>Diluted (₹)</b>		(0.62)	0.34

Material Accounting Policies and accompanying notes are an integral part of these consolidated financial statements. 1-52

**As per our report of even date:**

**For Singhi & Co.**

Chartered Accountants

Firm Registration No.-302049E

**For and on behalf of Board of Directors**

**Suresh Kumar Agrawal**  
Chairman  
DIN - 00587623

**Manish Agrawal**  
Joint Managing Director  
DIN - 00129240

**Shrenik Mehta**

Partner

Membership No.-063769

Kolkata, 30th May, 2025

**Kamal Kumar Jain**  
Chief Financial Officer

**Shreya Kar**  
Company Secretary  
Mem No. A41041

# Consolidated Cash Flow Statement

for the year ended 31<sup>st</sup> March, 2025

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
<b>1. Net Profit/(Loss) before taxes</b>	<b>256.24</b>	<b>2,069.35</b>
<b>2. Adjustments for:</b>		
Depreciation & Amortization Expenses	5,374.70	5,541.05
Interest Income	(221.17)	(180.51)
Finance Costs	8,008.62	8,729.02
Share of Profit/Loss of Joint Venture	(5.03)	(1.09)
Profit on sale of Investments	-	(4.80)
Provision for Doubtful debts/ Advances/ Deposits and Claims (Net)	6.71	(3,075.13)
Unrealised (Profit)/Loss on Foreign Exchange Fluctuations	109.69	(147.80)
<b>3. Operating Profit before working capital changes (1+2)</b>	<b>13,529.76</b>	<b>12,930.09</b>
<b>4. Changes in Operating Assets &amp; Liabilities:</b>		
(Increase)/ Decrease in Trade & Other Receivables	2,701.32	5,436.43
(Increase)/ Decrease in Inventories	1,608.60	(659.54)
Increase/ (Decrease) in Trade & Other Payables	1,391.36	(224.67)
Increase/ (Decrease) in Provisions	(1.20)	(120.83)
<b>5. Cash generated from Operations (3+4)</b>	<b>19,229.84</b>	<b>17,361.48</b>
<b>6. Less: Income Taxes Paid</b>	<b>301.68</b>	<b>322.56</b>
<b>7. Net Cash generated from Operating Activities (5-6)</b>	<b>18,928.16</b>	<b>17,038.92</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Property, Plant & Equipment including Intangible Assets	(3,245.06)	(4,569.96)
Sale of Investments	-	12.87
Fixed Deposit given in form of Margin Money	(362.63)	(599.98)
Interest received	224.55	201.78
<b>Net cash generated/(used) in investing activities</b>	<b>(3,383.14)</b>	<b>(4,955.29)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Repayment of Long Term Borrowings	(6,790.80)	(6,877.71)
Short Term Borrowings Received/ (paid) (Net)	(2,441.27)	834.52
Interest and Other Finance Expenses Paid	(8,491.20)	(4,528.89)
Repayment of Lease Liabilities	(10.95)	-
Share Issue Expenses	(16.92)	-
<b>Net cash used in financing activities</b>	<b>(17,751.14)</b>	<b>(10,572.08)</b>
<b>D. Net Change in Cash and Cash equivalents (A+B+C)</b>	<b>(2,206.12)</b>	<b>1,511.55</b>
<b>E1 Cash and Cash equivalents as at the beginning of the year</b>	<b>2,610.53</b>	<b>1,098.98</b>
<b>E2 Cash and Cash equivalents as at the end of the year</b>	<b>404.41</b>	<b>2,610.53</b>
<b>Net Change in Cash and Cash equivalents (E2-E1)</b>	<b>(2,206.12)</b>	<b>1,511.55</b>

## Note

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS -7) – Statement of Cash Flow
- Components of Cash and Cash equivalents

(₹ in Lakhs)

Particulars	2024-25	2023-24
Cash on hand	19.18	19.91
Balances with Banks		
- In Current Accounts	385.23	2,590.41
- Debit Balances in Cash Credit Account	-	0.21
	<b>404.41</b>	<b>2,610.53</b>

# Consolidated Cash Flow Statement

for the year ended 31<sup>st</sup> March, 2025

## c) Reconciliation for total liability arising from financing activities :

(₹ in Lakhs)

Head	01 <sup>st</sup> April 2024	Cash Flow	Non Cash Adjustments			Interest and Other Finance Expenses / Rent Paid*	31 <sup>st</sup> March 2025
			Additions	Conversion to Equity Shares	Interest Expenses*		
Long Term Borrowings**	52,661.73	(6,790.80)	-	42,353.12	5,475.66	5,999.95	2,993.52
Lease Liabilities	-	-	104.17	-	2.79	10.95	96.01
Other Financial Liabilities ***	266.18	-	-	-	29.41	-	295.59
Borrowings - Current	25,485.86	(2,441.27)	-	-	2,600.94	2,491.26	23,154.27
<b>Total</b>	<b>78,413.77</b>	<b>(9,232.07)</b>	<b>104.17</b>	<b>42,353.12</b>	<b>8,108.80</b>	<b>8,502.16</b>	<b>26,539.39</b>

(₹ in Lakhs)

Head	01 <sup>st</sup> April 2023	Cash Flow	Non Cash Adjustments		Interest and Other Finance Expenses / Rent Paid*	31 <sup>st</sup> March 2024
			Additions	Interest Expenses*		
Long Term Borrowings**	55,480.73	(6,877.71)	-	5,120.40	1,061.69	52,661.73
Lease Liabilities	-	-	-	-	-	-
Other Financial Liabilities***	124.76	-	-	141.42	-	266.18
Borrowings - Current	24,651.34	834.52	-	2,319.91	2,319.91	25,485.86
<b>Total</b>	<b>80,256.83</b>	<b>(6,043.19)</b>	<b>-</b>	<b>7,581.73</b>	<b>3,381.60</b>	<b>78,413.77</b>

\* Interest expenses/paid also include the Other Financial Charges expenses/paid, Interest on lease liability, Rent paid on ROU assets and the Foreign Exchange Fluctuations on FCNRB Loan on during the year.

\*\* Long term borrowings include current maturities grouped under Short term borrowings.

\*\*\*Represents interest accrued.

Material Accounting Policies and accompanying notes are an integral part of these consolidated financial statements.

### As per our report of even date:

**For Singhi & Co.**

Chartered Accountants

Firm Registration No.-302049E

### Shrenik Mehta

Partner

Membership No.-063769

Kolkata, 30<sup>th</sup> May, 2025

### For and on behalf of Board of Directors

**Suresh Kumar Agrawal**

Chairman

DIN - 00587623

**Manish Agrawal**

Joint Managing Director

DIN - 00129240

**Kamal Kumar Jain**

Chief Financial Officer

**Shreya Kar**

Company Secretary

Mem No. A41041

# Consolidated Statement of Changes in Equity

for the year ended March 31, 2025

## A. Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
As at the beginning of the year	38,541.50	38,541.50
Changes in equity share capital during the year	18,138.16	-
<b>As at the end of the year</b>	<b>56,679.66</b>	<b>38,541.50</b>

## B. Other Equity

(₹ in Lakhs)

Particulars	Reserve & Surplus Securities Premium	Retained Earnings	Equity component of Preference Shares	Equity Component of Optionally Convertible Debenture *	Equity Instruments through Other Comprehensive Income	Total	Non Controlling Interest	Total
<b>Balance as at 1<sup>st</sup> April, 2023</b>	<b>15,055.59</b>	<b>(28,792.09)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>569.70</b>	<b>18,452.63</b>	<b>30.46</b>	<b>18,483.09</b>
Profit/ (Loss) for the year	-	1,435.87	-	-	-	1,435.87	(1.23)	1,434.64
Remeasurement benefits Gain/ (Loss) (Net of tax)	-	(124.50)	-	-	-	(124.50)	-	(124.50)
Fair Value of Equity Instrument through FVOCI	-	-	-	-	(71.87)	(71.87)	-	(71.87)
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>15,055.59</b>	<b>(27,480.72)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>497.83</b>	<b>19,692.13</b>	<b>29.23</b>	<b>19,721.36</b>
<b>Balance as at 1<sup>st</sup> April, 2024</b>	<b>15,055.59</b>	<b>(27,480.72)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>497.83</b>	<b>19,692.13</b>	<b>29.23</b>	<b>19,721.36</b>
Profit/ (Loss) for the year	-	(2,835.48)	-	-	-	(2,835.48)	(0.47)	(2,835.95)
Issue of Share Capital	46,767.87	-	-	-	-	46,767.87	-	46,767.87
Share Issue Expenses	(16.92)	-	-	-	-	(16.92)	-	(16.92)
Adjustment on Conversion of OCD into Equity	-	-	-	(22,552.91)	-	(22,552.91)	-	(22,552.91)
Remeasurement benefits Gain/ (Loss) (Net of tax)	-	(79.24)	-	-	-	(79.24)	-	(79.24)
Fair Value of Equity Instrument through FVOCI	-	-	-	-	246.93	246.93	-	246.93
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>61,806.54</b>	<b>(30,395.44)</b>	<b>3,112.99</b>	<b>5,953.53</b>	<b>744.76</b>	<b>41,222.38</b>	<b>28.76</b>	<b>41,251.14</b>

\* Refer Note 15.1.(b)

Material Accounting Policies and accompanying notes are an integral part of these consolidated financial statements.

**As per our report of even date:**

**For Singh & Co.**

Chartered Accountants

Firm Registration No.-302049E

**Shrenik Mehta**

Partner

Membership No.-063769

Kolkata, 30<sup>th</sup> May, 2025

**For and on behalf of Board of Directors**

**Suresh Kumar Agrawal**

Chairman

DIN - 00587623

**Manish Agrawal**

Joint Managing Director

DIN - 00129240

**Kamal Kumar Jain**

Chief Financial Officer

**Shreya Kar**

Company Secretary

Mem No. A41041

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## COMPANY BACKGROUND

**MSP Steel & Power Limited** ("the Company") is a public limited Company incorporated in India with its registered office in Kolkata, West Bengal, India. The Company is listed on the Bombay Stock Exchange Limited and the National Stock Exchange of India Limited.

The Group is engaged in manufacturing and trading of sale of iron and steel products, generation of power, manufacturing and sale of cement clinker products and trading of industrial gases. The Holding company has a manufacturing plant at Raigarh, Chhattisgarh, India.

## 1. MATERIAL ACCOUNTING POLICIES

### 1.1. Basis of Preparation of financial statements

#### 1.1.1. Basis of Consolidation

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013

("The Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), other relevant provisions of the Act and the other accounting principles generally accepted in India.

The consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the consolidated financial statements.

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries and includes the Group's share of profit in its joint venture as at 31 March 2025. The Holding company controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains

control over the subsidiaries and ceases when the Company loses control of the subsidiaries. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Company ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31 March. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

#### 1.1.2. Consolidation procedure:

- a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiaries are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.
- b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognized in assets, such as inventory and fixed assets, are eliminated

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

- d) Profit or loss and each component of other comprehensive income (OCI) are attributed to the owners of the Holding company and to the non-controlling interests. When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting policies into line with the Group's accounting policies. Total comprehensive income of subsidiaries is attributed to the owners of the Holding company and non-controlling interests even if this results in non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.
- e) The Group's investments in its joint venture are accounted for using the Equity Method. Under the Equity Method, the investment in joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture from the acquisition date. Goodwill relating to joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The statement of profit and loss reflects the Group's share of the results of operations of the joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture.

Upon loss of joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the

carrying amount of the joint venture upon loss of joint control and the fair value of the retained investment net of proceeds from disposal is recognised in profit or loss.

## 1.1.3. Classification of current and non-current

All assets and liabilities have been classified as current or non-current in accordance with the Company's normal operating cycle and the criteria set out in Ind AS 1 – Presentation of Financial Statements and Schedule III to the Companies Act, 2013. Considering the nature of its products and the time between the acquisition of assets for processing and their realization in cash or cash equivalents, the Company has determined its operating cycle to be 12 months for the purpose of such classification.

## 1.1.4. Recent Accounting Pronouncements:

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

significant impact in its financial statements. On May 9, 2025, MCA notified the amendments to Ind AS 21 – Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Group is currently assessing the probable impact of these amendments on its financial statements.

## 1.2. MATERIAL ACCOUNTING POLICIES

### A. Property, Plant and Equipment

#### Measurement at recognition:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses (if any).

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Expenses directly attributable to new manufacturing facility during its construction period are capitalized if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

#### Depreciation:

Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of following categories of assets located in India, in which case the life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Class of Assets	Years
Buildings	10 to 60 years
Plant & Equipments	2 to 40 years
Vehicles	8 to 10 years
Office Equipments	3 to 5 years

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these

expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

#### De-recognition:

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

## B. Intangible assets

#### Measurement at recognition:

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any.

#### Amortization:

Intangible Assets with finite lives are amortized on a Straight-Line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognized in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below:

Particulars	No. of Years
Computer Software	5

#### De-recognition:

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the De-recognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the Statement of Profit and Loss when the asset is derecognized.

## C. Impairment of non-financial assets

Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment,

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

or more frequently if events or changes in circumstances indicate that they might be impaired. Tangible and other intangible assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

An impairment loss recognised in prior periods for an asset (or a cash generating unit) shall be reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If this is the case, the carrying amount of the asset shall, be increased to its recoverable amount. That increase is a reversal of an impairment loss.

Where an impairment loss subsequently reverses, the carrying value of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, so that the increased carrying value does not exceed the carrying value that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised in the Statement of Profit and Loss immediately.

## D. Revenue Recognition

Revenue from contracts with customers is recognized on transfer of control of promised goods/services to a customer at an amount that reflects the consideration to which the Group is expected to be entitled to in exchange for those goods/services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods/services sold is net

of variable consideration on account of various discounts and schemes offered by the Group as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

**Sale of products:** Revenue from sale of products is recognized when the control on the goods has been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e., when the material is shipped to the customer or on delivery to the customer, as may be specified in the contract. No element of financing is deemed present as the sales are generally made with a credit term which is consistent with market practice. The Group does not have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year.

**Sale of power:** Revenue from sale of Power is recognized on the basis of Electrical Units generated net of transmission loss as applicable when no significant uncertainty as to measurability & collectability exists.

**Interest and dividends:** Interest income is recognized using effective interest method. Dividend income is recognized when the right to receive payments established.

## E. Inventories

Raw materials, work-in-progress, finished goods, stores, spares, components, consumables, and stock- in trade are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by item basis. By-product is valued at net realizable value.

In determining the cost of raw materials, stock-in-trade, stores, spares, components, consumables, and other inventories weighted average cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-progress includes the cost of raw materials, an appropriate share of fixed and variable production overheads as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

## F. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### F.1. Financial Assets

- Initial recognition and measurement:**

Financial Assets include Investments, Trade Receivables, Advances, Security Deposits, Fixed Deposits and Cash and Cash Equivalents. Such assets are initially recognized at transaction price when the Group becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

- Subsequent measurement:** For purposes of subsequent measurement, financial assets are classified in three categories:

1. Measured at Amortized Cost;
2. Measured at Fair Value Through Other Comprehensive Income (FVTOCI); and
3. Measured at Fair Value Through Profit or Loss (FVTPL);

- Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

- Financial assets measured at amortized cost:** A financial asset is measured at the amortized cost if both the following conditions are met:

- The Group's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Group. Such financial assets are subsequently measured at amortized cost using the effective interest rate method.

- Financial assets measured at FVTOCI:** A financial asset is measured at FVTOCI if both of the following conditions are met:

- The Group's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and for selling the financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Group, through an irrevocable election at initial recognition, has measured investments in equity instruments at FVTOCI. This equity instruments are neither held for trading nor are contingent consideration recognized under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognized in OCI. However, the Group recognizes dividend income from such instruments in the Statement of Profit and Loss.

On De-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Group may transfer such cumulative gain or loss into retained earnings within equity.

- Financial assets measured at FVTPL:** A financial asset is measured at FVTPL

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

unless it is measured at amortized cost or at FVTOCI as explained above.

This is a residual category applied to all other investments of the Group. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

- **De-recognition:** Financial assets are derecognized when the right to receive cash flows from the assets has expired, or has been transferred, and the Group has transferred substantially all of the risks and rewards of ownership. Concurrently, if the asset is one that is measured at:

(a) Amortized cost, the gain or loss is recognized in the Statement of Profit and Loss;

(b) Fair Value through other comprehensive income, the cumulative Fair Value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative Fair Value adjustments previously taken to reserves is reclassified within equity.

Where the entity has not transferred substantially all risks and regards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset.

- **Impairment of financial assets:**

The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS – 109 requires expected credit losses to be measured through a loss allowance. The Group recognizes lifetime expected losses for all contract assets and/ or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the

12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

## F.2. Financial liabilities and equity instruments

### Classification as debt or equity

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

#### F.2.1. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

#### F.2.2. Financial liabilities

##### Recognition and Initial Measurement:

The Group recognises a financial liability in its balance sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognised initially at fair value and, in the case of financial liabilities at amortised cost, net of directly attributable transaction costs. The Group's financial liabilities

include trade and other payables, borrowings including bank overdrafts, lease liabilities and derivative financial instruments.

##### Subsequent Measurement:

Financial liabilities are measured subsequently at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

**De-recognition:** A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

## G. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

## H. Derivatives

The Group enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other income/ expenses.

## I. Measurement of Fair Values

The Group measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to

measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

- **Level 1** - quoted (unadjusted) market prices in active markets for identical assets or liabilities

- **Level 2** - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- **Level 3** - inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re- assessing categorization at the end of each reporting period and discloses the same.

## J. Foreign Currency Translation

**Initial Recognition:** On initial recognition, transactions in foreign currencies entered into by the Group are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss except for exchange differences relating to foreign currency borrowings or borrowings in functional currency converted into foreign currency borrowings when they are regarded as an adjustment to interest costs on those foreign currency borrowings, the balance is presented in the Statement of Profit and Loss within finance costs.

**Measurement of foreign currency items at reporting date:** Foreign currency monetary items of the Group are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

## K. Income Taxes

Taxes on income comprise of current taxes and deferred taxes. Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

during the period, together with any adjustment to tax payable in respect of previous years.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period. Deferred tax assets are recognized for the future tax consequences to the extent it is probable that future taxable profits will be available against which such unused tax losses can be utilized. Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable. Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

**Minimum Alternative Tax (MAT)** Tax Credit is recognized in respect of Minimum Alternate Tax (MAT) as per the provisions of Section 115JAA/115JB of the Income Tax Act, 1961 based on convincing evidence that the Group will recover the same against normal income tax within the statutory time frame which is reviewed at each Balance Sheet Date. Also refer note no. 30.

## L. Provisions, Contingent Liabilities & Contingent Assets

The Group recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-

tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

## M. Cash and Cash Equivalents

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances and demand deposits with banks where the original maturity is three months or less.

## N. Employee Benefits

**Short Term Employee Benefits:** All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss of the year in which related service is rendered.

**Compensated absences:** Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognized based on actuarial valuation at the present value of the obligation as on the reporting date.

## Post-Employment Benefits:

Provident Fund scheme: Retirement benefit in the form of Provident Fund is a defined contribution scheme and the Group recognizes contribution payable to the provident fund scheme as expenditure when an employee renders the related service. The Group has no obligations other than the contribution payable to the respective funds.

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

**Gratuity scheme:** Gratuity liability, being a defined benefit obligation, is provided for on the basis of an actuarial valuation on Projected Unit Credit method made at the end of each financial year.

## Recognition and measurement of Defined Benefit plans

**Benefit plans:** The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if applicable. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in other comprehensive income. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the statement of profit and loss.

## O. Leases

### The Group as lessee

The Group assesses whether a contract is or contains a lease, at inception of a contract. The assessment involves the exercise of judgement about whether (i) the contract involves the use of an identified asset, (ii) the Group has substantially all of the economic benefits from the use of the asset through the period of the lease, and (iii) the Group has the right to direct the use of the asset.

The Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability at the lease commencement date. The ROU asset is initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying

asset or to restore the underlying asset or the site on which it is located, less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

The ROU asset is depreciated using the straight line method from the commencement date to the earlier of, the end of the estimated useful life of the ROU asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group uses an incremental borrowing rate specific to the Group, term and currency of the contract. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability include fixed payments, variable lease payments that depend on an index or a rate known at the commencement date; and extension option payments or purchase options payment which the Group is reasonably certain to exercise.

Variable lease payments that do not depend on an index or rate are not included in the measurement the lease liability and the ROU asset. The related payments are recognized as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "other expenses" in the statement of profit or loss.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made and remeasured (with a corresponding adjustment to the related ROU asset) when there is a change in future lease payments in case of renegotiation, changes of an index or rate or in case of reassessment of options.

### Short-term leases and leases of low-value assets:

The Group has elected not to recognize ROU assets and lease liabilities for short term leases

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

as well as low value assets and recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

## P. Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

## Q. Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders are divided with the weighted average number of shares outstanding during the year after adjustment for the effects of all dilutive potential equity shares.

## R. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

## S. Rounding Off

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakhs as per requirement of Schedule III, unless otherwise stated.

## 2. KEY ACCOUNTING ESTIMATES & JUDGEMENTS:

The preparation of the Group's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and

liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

### 2.1. Significant judgments when applying Ind AS 115

Revenue is recognized upon transfer of control of promised products to customers in an amount that reflects the consideration which the Group expects to receive in exchange for those products. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. The Group exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Group considers indicators such as who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

### 2.2. Useful lives of depreciable assets

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

### 2.3. Defined benefit obligation

The cost of post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, expected rate of return on assets, future salary increases and mortality rates. Due to the long-term nature of these plans such estimates are subject to significant uncertainty.

### 2.4. Impairment of financial assets

The Group assesses impairment based on Expected Credit Losses (ECL) model on trade receivables. The Group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

for forward looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analysed.

## 2.5. Recoverability of advances/ receivables

At each balance sheet date, based on discussions with the respective counterparties and internal assessment of their credit worthiness, the management assesses the recoverability of outstanding receivables and advances. Such assessment requires significant management judgement based on financial position of the counterparties, market information and other relevant factor.

## 2.6. Contingent assets and liabilities, uncertain assets and liabilities

Liabilities that are uncertain in timing or amount are recognized when a liability arises from a past event and an outflow of cash or other resources is probable

and can be reasonably estimated. Contingent liabilities are possible obligations where a future event will determine whether Group will be required to make a payment to settle the liability, or where the size of the payment cannot be determined reliably. Material contingent liabilities are disclosed unless a future payment is considered remote. Evaluation of uncertain liabilities and contingent liabilities and assets requires judgment and assumptions regarding the probability of realization and the timing and amount, or range of amounts, that may ultimately be incurred. Such estimates may vary from the ultimate outcome as a result of differing interpretations of laws and facts.

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for the year ended 31<sup>st</sup> March, 2025

## 3(a). Property, Plant & Equipment

(₹ in Lakhs)

Particulars	Freehold Land	Factory Buildings	Other Buildings	Plant & Equipments	Furniture & Fixtures	Vehicles	Office Equipment	Total
<b>GROSS CARRYING VALUE</b>								
<b>Balance as at 01<sup>st</sup> April, 2023</b>	<b>978.05</b>	<b>11,790.60</b>	<b>7,681.07</b>	<b>1,06,504.78</b>	<b>73.08</b>	<b>209.85</b>	<b>114.05</b>	<b>1,27,351.48</b>
Additions	-	-	-	4,579.40	-	-	12.78	4,592.18
Deductions	20.31	-	-	-	-	38.54	-	58.85
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>957.74</b>	<b>11,790.60</b>	<b>7,681.07</b>	<b>1,11,084.18</b>	<b>73.08</b>	<b>171.31</b>	<b>126.83</b>	<b>1,31,884.81</b>
Additions	-	-	-	2,501.22	39.80	-	80.46	2,621.48
Deductions	-	-	-	-	-	-	-	-
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>957.74</b>	<b>11,790.60</b>	<b>7,681.07</b>	<b>1,13,585.40</b>	<b>112.88</b>	<b>171.31</b>	<b>207.29</b>	<b>1,34,506.29</b>
<b>ACCUMULATED DEPRECIATION</b>								
<b>Balance as at 01<sup>st</sup> April, 2023</b>	<b>-</b>	<b>3,438.31</b>	<b>2,274.22</b>	<b>38,795.52</b>	<b>48.27</b>	<b>124.44</b>	<b>65.59</b>	<b>44,746.35</b>
Depreciation expense	-	429.79	284.28	4,782.78	3.30	13.58	15.34	5,529.07
Deductions	-	-	-	-	-	36.61	-	36.61
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>-</b>	<b>3,868.10</b>	<b>2,558.50</b>	<b>43,578.30</b>	<b>51.57</b>	<b>101.41</b>	<b>80.93</b>	<b>50,238.81</b>
Depreciation expense	-	429.79	189.65	4,702.79	6.20	13.58	21.82	5,363.83
Deductions	-	-	-	-	-	-	-	-
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>-</b>	<b>4,297.89</b>	<b>2,748.15</b>	<b>48,281.09</b>	<b>57.77</b>	<b>114.99</b>	<b>102.75</b>	<b>55,602.64</b>
<b>NET CARRYING VALUE</b>								
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>957.74</b>	<b>7,922.50</b>	<b>5,122.57</b>	<b>67,505.90</b>	<b>21.51</b>	<b>69.90</b>	<b>45.90</b>	<b>81,646.01</b>
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>957.74</b>	<b>7,492.71</b>	<b>4,932.92</b>	<b>65,304.31</b>	<b>55.11</b>	<b>56.32</b>	<b>104.54</b>	<b>78,903.65</b>

- (i) The Group does not have any immovable property (other than the properties where the Group is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the Group.
- (ii) For Lien/ charge details against Property, Plant & Equipment, [Refer Note 43]

## 3(b) Right-Of-Use Assets

(₹ in Lakhs)

Particulars	Leasehold Land	Buildings	As at 31 <sup>st</sup> March 2025
<b>As at the beginning of the year</b>			
Additions during the year	3.92	100.25	104.17
Depreciation	0.69	8.95	9.64
<b>As at the end of the year</b>	<b>3.23</b>	<b>91.30</b>	<b>94.53</b>

All lease agreements are duly executed in favour of the Holding Company.

(₹ in Lakhs)

Particulars	Leasehold Land	Buildings	As at 31 <sup>st</sup> March 2024
<b>As at the beginning of the year</b>			
Additions during the year	-	-	-
Depreciation	-	-	-
<b>As at the end of the year</b>	<b>-</b>	<b>-</b>	<b>-</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 3(c) Intangible Assets

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>As at the beginning of the year</b>	-	11.98
Capitalized during the year	50.00	-
Amortized during the year	1.23	11.98
<b>As at the end of the year</b>	<b>48.77</b>	-

## 3(d) Intangible Assets under development

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>As at the beginning of the year</b>	<b>59.18</b>	<b>59.18</b>
Capitalized during the year	-	-
Amortized during the year	-	-
<b>As at the end of the year</b>	<b>59.18</b>	<b>59.18</b>

## 3(d)(i) Ageing of Intangible Assets under development – Project in Progress

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Less Than One Year	-	-
One to Two Years	-	-
Two to Three Years	-	-
<b>More than Three years</b>	<b>59.18</b>	<b>59.18</b>

3(d)(ii) There are no projects which are temporarily suspended.

3(d)(iii) There are no projects, whose completion is overdue or have exceeded its cost to its original plants as at 31<sup>st</sup> March, 2025.

## 4. Non Current Investments

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Number of Shares / Units	(₹ in Lakhs)	Number of Shares / Units	(₹ in Lakhs)
<b>(a) Unquoted Investments in Equity Instruments</b>				
<b>(i) In Joint Venture (in Equity Method)</b>				
Madanpur South Coal Company Limited (₹ 10 each)	94,427	131.96	94,427	131.96
Accumulated Share of Profit & OCI		310.95		305.93
		<b>442.91</b>		<b>437.89</b>
<b>Investment in Joint Venture</b>		<b>442.91</b>		<b>437.89</b>
<b>(ii) In Others (at fair value through OCI)</b>				
Jaik Leasing Pvt Ltd Limited (₹ 10 each)	22,117	16.79	22,117	45.26
MSP Sponge Iron Limited (₹ 10 each)	3,13,000	310.88	3,13,000	331.20
Kamyabi Vanijya Pvt Limited (₹ 10 each) *	800	0.84	-	-
Catapult Fincap Limited (₹ 10 each) formerly known as MSP Power Limited	-	-	8,000	0.92
M.A Hire Purchase Private Limited (₹ 10 each)	38,34,623	3,771.35	38,34,623	3,643.28
		<b>4,099.86</b>		<b>4,020.66</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 4. Non Current Investments (Contd..)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Number of Shares / Units	(₹ in Lakhs)	Number of Shares / Units	(₹ in Lakhs)
<b>(b) Quoted Investments in Equity Instruments</b>				
(at fair value through OCI)				
Howrah Gases Ltd (₹ 10 each)	93,700	183.63	93,700	15.00
Nageshwar Investment Limited (₹ 10 each)	11,000	-	11,000	0.22
		<b>183.63</b>		<b>15.22</b>
<b>Non Current Investments at fair value (a(ii)+b)</b>		<b>4,283.49</b>		<b>4,035.88</b>
<b>TOTAL (a+b)</b>		<b>4,726.40</b>		<b>4,473.77</b>
Aggregate carrying value of Quoted Investments		183.63		15.22
Aggregate market value of the Quoted Investments		183.63		15.22
Aggregate carrying value of unquoted Investments		4,099.86		4,020.66
Aggregate amount of impairment in value of investment		-		-

\* Catapult Fincap Limited has merged with Kamyabi Vanijya Pvt Ltd vide NCLT Order passed dated 07<sup>th</sup> August 2024.

## 5(a). Loans

(₹ in Lakhs)

Particulars	Non - Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Loan to Body Corporates	9.33	16.66	-	-
<b>TOTAL</b>	<b>9.33</b>	<b>16.66</b>	<b>-</b>	<b>-</b>

## 5(b). Other Financial Assets

(₹ in Lakhs)

Particulars	Non - Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Unsecured, Considered Good Unless Otherwise Stated</b>				
Security Deposit	466.28	268.58	-	-
Interest Accrued on Bank Deposits and Others	-	-	30.87	34.26
Deposits with Banks - Earmarked for LC & BG (Refer Note No. 11)	1,340.95	540.25	-	-
<b>TOTAL</b>	<b>1,807.23</b>	<b>808.83</b>	<b>30.87</b>	<b>34.26</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 6. Deferred Tax Assets/(Liabilities) (NET)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Deferred Tax Liabilities :</b>		
Tax impact on difference between book value of depreciable assets and written down value for tax purpose	(12,334.79)	(15,382.17)
<b>Deferred Tax Assets :</b>		
Mark to Market Valuation of Investments	21.09	41.71
Allowable under deferred tax basis in Income Tax	974.74	1,083.97
Unabsorbed Depreciation	10,891.87	14,253.54
MAT Credit Entitlement	–	2,648.71
	<b>(447.09)</b>	<b>2,645.76</b>

**Movement in deferred tax asset and deferred tax liabilities during the year ended 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2025** (₹ in Lakhs)

Particulars	As at 1 <sup>st</sup> April, 2023	Recognized in Statement of Profit & Loss	Recognized in OCI	As at 31 <sup>st</sup> March, 2024
<b>Deferred Income Tax Liabilities</b>				
Tax Impact on difference between book value of depreciable assets and written down value for tax purpose	(15,297.48)	(84.69)	–	(15,382.17)
	<b>(15,326.10)</b>	<b>(84.69)</b>	<b>70.33</b>	<b>(15,340.46)</b>
<b>Deferred Income Tax Assets</b>				
Mark to Market Valuation of Investments	(28.62)	70.33	41.71	
Allowance for expected credit loss	1,839.92	(959.43)	–	880.49
Expense allowed under Income Tax on payment basis	130.70	188.87	(116.08)	203.48
Unabsorbed depreciation	14,033.00	220.54	–	14,253.54
MAT Credit Entitlement	2,648.71	–	–	2,648.71
	<b>18,652.33</b>	<b>(550.02)</b>	<b>(116.08)</b>	<b>17,986.22</b>
<b>Deferred Tax Assets (Net)</b>	<b>3,326.23</b>	<b>(634.71)</b>	<b>(45.75)</b>	<b>2,645.76</b>

(₹ in Lakhs)

Particulars	As at 1 <sup>st</sup> April, 2024	Recognized in Statement of Profit & Loss	Recognized in OCI	As at 31 <sup>st</sup> March, 2025
<b>Deferred Income Tax Liabilities</b>				
Tax Impact on difference between book value of depreciable assets and written down value for tax purpose	(15,382.17)	3,047.64	–	(12,334.53)
	<b>(15,382.17)</b>	<b>3,047.64</b>	<b>–</b>	<b>(12,334.53)</b>
<b>Deferred Income Tax Assets</b>				
Mark to Market Valuation of Investments	41.71	–	(20.62)	21.09
Allowance for expected credit loss	880.49	(168.78)	–	711.71
Expense allowed under Income Tax on payment basis	203.48	39.34	19.95	262.77
Unabsorbed depreciation	14,253.54	(3,361.67)	–	10,891.87
MAT Credit Entitlement	2,648.71	(2,648.71)	–	–
	<b>18,027.93</b>	<b>(6,139.82)</b>	<b>(0.67)</b>	<b>11,887.44</b>
<b>Deferred Tax Assets/(Liabilities) (Net)</b>	<b>2,645.76</b>	<b>(3,092.18)</b>	<b>(0.67)</b>	<b>(447.09)</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 6. Deferred Tax Assets/(Liabilities) (NET) (Contd..)

The Holding Company is subject to Income Tax in India. As per the Income Tax Act, 1961, in the previous year, the Holding Company was liable to pay income tax which is the higher of regular income tax payable and the amount payable based on the provisions applicable for Minimum Alternate Tax (MAT). However, from the current year, the Holding Company has opted the option u/s 115 BAA of the Income Tax Act, 1961; introduced by the Taxation Laws (Amendment) Act, 2019, which gives irreversible option for payment of Income Tax at reduced rate subject to certain conditions.

In view of above, MAT Credit of ₹ 2,648.71 Lakhs accounted for in earlier years has been reversed during the current year. Further, Deferred Tax Assets/Liabilities also have been measured/re-measured at the rates specified under new regime.

## 7. Income Tax Assets (Net)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Advance Income Tax & TDS (Net of provision for taxation - Nil, PY - Nil)	213.01	310.21
Income Tax Receivable	1,082.04	683.16
<b>Total</b>	<b>1,295.05</b>	<b>993.37</b>

## 8. Inventories (Valued at Lower of Cost and Net Realizable Value)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Raw Materials and Components [includes in transit ₹ 726.29 lakhs (31 <sup>st</sup> March 2024 : ₹ 3,237.72 lakhs)]	27,726.92	30,028.36
Work - in - Progress	5,478.03	4,896.16
Finished Goods [includes in transit ₹ 174.88 lakhs (31 <sup>st</sup> March 2024 : ₹ 124.79 lakhs)]	8,466.53	8,265.43
Stores and Spares [includes in transit ₹ 543.51 lakhs (31 <sup>st</sup> March 2024 : Nil)]	5,064.65	4,205.40
By Products (at Net Realisable Value)	698.43	1,651.97
Stock in Trade	4.16	-
<b>Total</b>	<b>47,438.72</b>	<b>49,047.32</b>

8.1 For Lien/ charge details against inventory [Refer Note 43]

8.2 Value of inventory of stores and spares above is stated after provisions of ₹ 98.58 Lakhs (March 31, 2024: ₹ 96.65 Lakhs) for write-downs to net realisable value and provision for slow-moving and obsolete items

## 9. Trade Receivables

(₹ in Lakhs)

Particulars	Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>At amortised cost</b>		
- Trade Receivables considered good - Secured	-	-
- Trade Receivables considered good - Unsecured	7,519.51	7,145.81
- Trade Receivables which have significant increase in credit risk	2,114.44	2,109.80
- Trade Receivables - credit impaired	-	-
Less: Expected Credit Loss Allowance	(2,131.62)	(2,124.22)
<b>Total trade receivables</b>	<b>7,502.33</b>	<b>7,131.39</b>
- Receivables from related parties (Refer Note 41)	748.78	481.06
- Others	6,753.55	6,650.33
<b>Total trade receivables</b>	<b>7,502.33</b>	<b>7,131.39</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 9. Trade Receivables (Contd..)

9.1 For Lien/ charge details against trade receivables [Refer Note 43]  
 9.2 No trade or other receivables are due from directors or other officers of the Group either severally or jointly with any other person.

### 9.3 Trade Receivable Ageing Schedule

(₹ in Lakhs)

Particulars	Outstanding from due date of payment as on March 31, 2025					
	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total
Undisputed-Considered good	7,369.28	16.41	14.20	6.53	113.09	7,519.51
Undisputed- Which have significant increase in credit risk	-	-	-	-	2,114.44	2,114.44
Undisputed- Credit impaired	-	-	-	-	-	-
Disputed-Considered good	-	-	-	-	-	-
Disputed- Which have significant increase in credit risk	-	-	-	-	-	-
Disputed- Credit impaired	-	-	-	-	-	-
<b>Gross Total</b>	<b>7,369.28</b>	<b>16.41</b>	<b>14.20</b>	<b>6.53</b>	<b>2,227.53</b>	<b>9,633.95</b>
Less: Credit Loss allowance on Trade Receivables						(2,131.62)
<b>Total</b>						<b>7,502.33</b>

(₹ in Lakhs)

Particulars	Outstanding from due date of payment as on March 31, 2025					
	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total
Undisputed-Considered good	6,994.58	13.82	6.23	8.19	122.99	7,145.81
Undisputed- Which have significant increase in credit risk	-	-	-	-	2,109.80	2,109.80
Undisputed- Credit impaired	-	-	-	-	-	-
Disputed-Considered good	-	-	-	-	-	-
Disputed- Which have significant increase in credit risk	-	-	-	-	-	-
Disputed- Credit impaired	-	-	-	-	-	-
<b>Gross Total</b>	<b>6,994.58</b>	<b>13.82</b>	<b>6.23</b>	<b>8.19</b>	<b>2,232.79</b>	<b>9,255.61</b>
Less: Credit Loss allowance on Trade Receivables						(2,124.22)
<b>Total</b>						<b>7,131.39</b>

#### 9.4 Set out below is the movement in the allowance for expected credit losses of trade receivables

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Opening Balance	2,124.22	2,148.10
Provision/(Reversal) for Expected Credit Loss	7.40	(23.88)
<b>Closing Balance</b>	<b>2,131.62</b>	<b>2,124.22</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 9. Trade Receivables (Contd..)

### 9.5 Breakup of Impairment Loss Allowance

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
- Trade Receivables considered good - Unsecured	17.18	14.42
- Trade Receivables which have significant increase in credit risk	2,114.44	2,109.80
- Trade Receivables - credit impaired	-	-
<b>Total</b>	<b>2,131.62</b>	<b>2,124.22</b>

9.6 No element of financing is deemed present as the sales are generally made with a credit term which is consistent with market practice.

9.7 There are no "unbilled" trade receivables, hence the same are not disclosed in the ageing schedule.

9.8 In determining allowance for credit losses of trade receivables, the Group has used the practical expedient by computing the expected credit loss allowance based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on ageing of the receivables and rates used in the provision matrix.

## 10. Cash and Cash equivalents

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Cash on Hand	19.18	19.91
<b>Balance with Banks:</b>		
- In Current Accounts	385.23	2,590.41
- Debit Balance in Cash Credit Account	-	0.21
	<b>404.41</b>	<b>2,610.53</b>

## 11. Bank Balances other than Cash and Cash equivalents

(₹ in Lakhs)

Particulars	Non - Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Fixed Deposits - Earmarked for LC & BG	1,340.95	540.25	1,671.88	2,109.94
	<b>1,340.95</b>	<b>540.25</b>	<b>1,671.88</b>	<b>2,109.94</b>
Amount Disclosed under Other Non-Current Financial Assets [Refer Note No. 5(b)]	(1,340.95)	(540.25)	-	-
	<b>-</b>	<b>-</b>	<b>1,671.88</b>	<b>2,109.94</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 12. Other Assets

(₹ in Lakhs)

Particulars	Non - Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Unsecured, Considered Good</b>				
Capital Advances *	573.59	-	-	-
Advances to Suppliers of Goods and Services	-	-	8,533.82	11,020.84
Prepaid Expenses	-	-	106.20	157.40
Advances to Related Parties	-	-	2.62	-
Balances with Statutory/Government Authorities	-	-	265.46	1,006.54
Others (incl advance to employees)	-	-	18.13	10.78
<b>(A)</b>	<b>573.59</b>	<b>-</b>	<b>8,926.23</b>	<b>12,195.56</b>
<b>Unsecured, Considered Doubtful</b>				
Advances to Suppliers of Goods and Services	-	-	697.17	697.86
Less: Provision for doubtful advances	-	-	(697.17)	(697.86)
<b>(B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>TOTAL (A+B)</b>	<b>573.59</b>	<b>-</b>	<b>8,926.23</b>	<b>12,195.56</b>

\* Capital Advances consists of advance given for immovable property .

## 13. Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Nos.	₹ in Lakhs	Nos.	₹ in Lakhs
<b>Authorised Share Capital</b>				
800,000,000 (31.03.2024 - 800,000,000) equity shares of ₹ 10/- each		80,000.00		80,000.00
100,000,000 (31.03.2024 - 100,000,000) preference shares of ₹ 10/- each		10,000.00		10,000.00
Issued, Subscribed and Fully Paid-up Share Capital				
56,67,96,645 (31.03.2024 - 38,54,15,000) equity shares of ₹ 10/- each		56,679.66		38,541.50
<b>Total</b>		<b>56,679.66</b>		<b>38,541.50</b>

### 13.1 Reconciliation of number of Shares

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Nos.	₹ in Lakhs	Nos.	₹ in Lakhs
<b>Equity Shares:</b>				
Balance at the beginning of the year	38,54,15,000	38,541.50	38,54,15,000	38,541.50
Shares Issued during the year (Refer Note 15.1.b)	18,13,81,645	18,138.16	-	-
<b>Balance at the end of the year</b>	<b>56,67,96,645</b>	<b>56,679.66</b>	<b>38,54,15,000</b>	<b>38,541.50</b>

### 13.2 Rights, Preferences and restrictions attached to equity shares

The Group has only one class of equity shares having a par value of ₹ 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of shareholders. In the event of liquidation of the Group, the equity shareholders are eligible to receive the remaining assets of the Group after distribution of all preferential amounts, in proportion to their shareholding.

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 13. Equity Share Capital (Contd..)

13.3 Shareholders holding more than 5% share in the holding company are as follows:

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	No of shares	% of shares	No of shares	% of shares
Tarini Mata Properties Private Limited	5,36,76,750	9.47%	-	-
Jagran Vyapaar Pvt. Ltd.	3,91,33,426	6.90%	-	-
Mod Commodeal Pvt. Limited	3,14,99,538	5.56%	3,14,99,538	8.17%
Swagat Trexim Pvt Ltd	3,39,16,849	5.98%	3,39,16,849	8.80%
Jaik Leasing & Commercial Investment Limited	3,16,54,045	5.58%	-	-
Sikhar Commotrade Pvt. Limited	3,11,00,040	5.49%	2,89,84,056	7.52%
MSP Sponge Iron Limited	-	-	2,47,36,500	6.42%
Adhunik Gases Limited	-	-	2,34,79,000	6.09%

13.4 Details of Promoters holding in the holding company

SL	Promoter name	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Suresh Kumar Agrawal HUF	25,120	0.00%	25,120	0.01%	0.00%
2	Puran Mal Agrawal HUF	29,000	0.01%	29,000	0.01%	0.00%
3	Pranay Agarwal	3,06,000	0.05%	3,06,000	0.08%	-0.03%
4	Nisha Agrawal	3,36,500	0.06%	3,36,500	0.09%	-0.03%
5	Kiran Agrawal	4,86,000	0.09%	4,86,000	0.13%	-0.04%
6	Saket Agrawal	2,04,000	0.04%	2,04,000	0.05%	-0.02%
7	Manish Agrawal	3,09,000	0.05%	3,09,000	0.08%	-0.03%
8	Puran Mal Agrawal	1,86,620	0.03%	1,86,620	0.05%	-0.02%
9	Suresh Kumar Agrawal	1,41,000	0.02%	1,41,000	0.04%	-0.01%
10	Dexo Trading Pvt. Ltd.	61,95,000	1.09%	15,75,000	0.41%	0.68%
11	High Time Holdings Pvt. Ltd.	-	-	30,25,000	0.78%	-0.78%
12	Ilex Private Limited	82,35,000	1.45%	41,15,000	1.07%	0.39%
13	Jagran Vyapaar Pvt. Ltd.	3,91,33,426	6.90%	19,50,000	0.51%	6.40%
14	Ginny Traders Pvt Ltd	84,43,819	1.49%	-	-	1.49%
15	Procheta Consultants Pvt Ltd	2,12,87,575	3.76%	-	-	3.76%
16	Jaik Leasing & Commercial Investment Limited	3,16,54,045	5.58%	-	-	5.58%
17	M.A Hire Purchase Pvt Ltd	1,29,65,000	2.29%	-	-	2.29%
18	Sampat Marketing Company Pvt Ltd	60,97,142	1.08%	-	-	1.08%
19	MSP Sponge Iron Limited	2,47,36,500	4.36%	2,47,36,500	6.42%	-2.05%
20	Sikhar Commotrade Pvt.Ltd.	3,11,00,040	5.49%	2,89,84,056	7.52%	-2.03%
21	Shree Vinay Finvest Pvt. Ltd.	78,78,543	1.39%	68,78,543	1.78%	-0.39%
22	Larigo Investment Private Limited	-	-	120,50,000	3.13%	-3.13%
23	B S Confin Pvt. Ltd.	-	-	35,30,000	0.92%	-0.92%
24	Emerald Tradelink Pvt. Ltd.	-	-	25,00,000	0.65%	-0.65%
25	Gilbart Merchants Pvt. Ltd <sup>1</sup>	-	-	85,04,426	2.21%	-2.21%
26	K. C. Texofine Pvt. Ltd. <sup>2</sup>	-	-	87,15,000	2.26%	-2.26%
27	Raj Securities Ltd. <sup>1</sup>	-	-	52,00,000	1.35%	-1.35%
28	Adhunik Gases Ltd. <sup>1</sup>	-	-	2,34,79,000	6.09%	-6.09%
29	AA Ess Tradelinks Pvt. Ltd. <sup>2</sup>	-	-	26,50,000	0.69%	-0.69%
30	MSP Rolling Mills Pvt. Ltd. <sup>2</sup>	-	-	44,60,000	1.16%	-1.16%
31	MSP Infotech Pvt. Ltd.	-	-	1,25,29,760	3.25%	-3.25%
32	Rajnath Vyapaar Private Limited	-	-	25,00,000	0.65%	-0.65%
33	Panorama Commercial Private Limited <sup>3</sup>	-	-	10,00,000	0.26%	-0.26%

1 Merged with Jagran Vyapaar Pvt Ltd (Transferee Company) \*\*

2 Merged with MA Hire Purchase Pvt Ltd (Transferee Company) \*\*

3 Merged with Shree Vinay Finvest Pvt Ltd (Transferee Company) \*\*

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 13. Equity Share Capital (Contd..)

### 13.5 Additional Disclosure in the respect of Equity Share

- (a) MSP Steel & Power Limited is the holding company of the Group.
- (b) No ordinary shares have been reserved for issue under options and contracts/commitments for the sale of shares/ disinvestment as at the Balance Sheet date.
- (c) The Holding Company has not bought back any shares during the period of five years preceding the date at which the Balance Sheet is prepared.
- (d) Refer Note 15.1.b

## 14. Other Equity

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Securities Premium	Retained Earnings	Securities Premium	Retained Earnings
Securities Premium			61,806.54	15,055.59
Retained Earnings		(30,395.44)		(27,480.72)
Equity component of Preference Shares			3,112.99	3,112.99
Equity Component of Optionally Convertible Debenture*			5,953.53	28,506.44
Equity Instruments through Other Comprehensive Income			744.76	497.83
<b>TOTAL</b>	<b>41,222.38</b>		<b>19,692.13</b>	
Non Controlling Interest			28.76	29.23
<b>TOTAL</b>	<b>41,251.14</b>		<b>19,721.36</b>	

(₹ in Lakhs)

Particulars	Reserve & Surplus		Equity component of Preference Shares	Items of Other Comprehensive Income		Total	Non Controlling Interest	Total
	Securities Premium	Retained Earnings		Equity Component of Optionally Convertible Debenture	Equity Instruments through Other Comprehensive Income			
<b>Balance as at 1<sup>st</sup> April, 2023</b>	<b>15,055.59</b>	<b>(28,792.09)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>569.70</b>	<b>18,452.63</b>	<b>30.46</b>	<b>18,483.09</b>
Profit/ (Loss) for the year	-	1,435.87	-	-	-	1,435.87	(1.23)	1,434.64
Remeasurement benefits Gain/ (Loss) (Net of tax)	-	(124.50)	-	-	-	(124.50)	-	(124.50)
Fair Value of Equity Instrument through FVOCI	-	-	-	-	(71.87)	(71.87)	-	(71.87)
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>15,055.59</b>	<b>(27,480.72)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>497.83</b>	<b>19,692.13</b>	<b>29.23</b>	<b>19,721.36</b>
<b>Balance as at 1<sup>st</sup> April, 2024</b>	<b>15,055.59</b>	<b>(27,480.72)</b>	<b>3,112.99</b>	<b>28,506.44</b>	<b>497.83</b>	<b>19,692.13</b>	<b>29.23</b>	<b>19,721.36</b>
Profit/ (Loss) for the year	-	(2,835.48)	-	-	-	(2,835.48)	(0.47)	(2,835.95)
Remeasurement benefits Gain/ (Loss) (Net of tax)	-	(79.24)	-	-	-	(79.24)	-	(79.24)
Issue of Share Capital	46,767.87	-	-	-	-	46,767.87	-	46,767.87
Share Issue Expenses	(16.92)	-	-	-	-	(16.92)	-	(16.92)

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 14. Other Equity (Contd..)

(₹ in Lakhs)

Particulars	Reserve & Surplus		Equity component of Preference Shares	Items of Other Comprehensive Income		Total	Non Controlling Interest	Total
	Securities Premium	Retained Earnings		Equity Component of Optionally Convertible Debenture	Equity Instruments through Other Comprehensive Income			
Adjustment on Conversion of OCD into Equity	-	-	-	(22,552.91)	-	(22,552.91)	-	(22,552.91)
Fair Value of Equity Instrument through FVOCI	-	-	-	-	246.93	246.93	-	246.93
<b>Balance as at 31<sup>st</sup> March, 2025</b>	<b>61,806.54</b>	<b>(30,395.44)</b>	<b>3,112.99</b>	<b>5,953.53</b>	<b>744.76</b>	<b>41,222.38</b>	<b>28.76</b>	<b>41,251.14</b>

\* Refer Note 15.1.(b)

### Description of nature and purpose of each reserve

#### Securities Premium

This reserve is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of Companies Act, 2013.

#### Retained Earnings

It comprises of accumulated profit/(losses) of the group.

#### Equity component of Preference Shares

The CCPS was converted to 6% Redeemable Preference Shares under section 48 of the Companies Act, 2013 and the Article 10 of the Articles of Association of the Holding Company which is ratified in writing by holders of atleast 3/4<sup>th</sup> of nominal value of issued Preference Shares.

## 15(a) Long Term Borrowings

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>a. Secured</b>		
<b>i. Term loans</b>		
From Banks	1,823.31	7,164.20
Less : Current Maturities of Long Term Borrowings (Note no 17)	1,823.31	4,927.00
	-	<b>2,237.20</b>
<b>ii. Liability Component of Optionally Convertible Debenture</b>		
Optionally Convertible Debentures [Refer Note 15.1.b]	-	30,121.51
	-	<b>30,121.51</b>
<b>b. Unsecured</b>		
Inter-Corporate Deposits	720.22	2,026.22
Loans from related parties	450.00	554.00
Interest free loan from promoter/promoter group companies [Refer Note 15.1.b]	-	12,795.80
	<b>1,170.22</b>	<b>15,376.02</b>
<b>Total (a+b)</b>	<b>1,170.22</b>	<b>47,734.73</b>
<b>The above amount includes:</b>		
Secured borrowings	-	32,358.71
Unsecured borrowings	1,170.22	15,376.02
<b>Net Amount</b>	<b>1,170.22</b>	<b>47,734.73</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 15(a) Long Term Borrowings (Contd..)

### 15.1 Terms of Repayments

- a) Term Loan facilities from banks are secured by first pari-passu charge on the entire fixed assets (both present & future) and Second pari-passu charge on the entire current assets (both present & future) of the Holding Company. Personal guarantee of Puranmal Agrawal, Suresh Kumar Agrawal, Manish Agrawal and Saket Agrawal is given alongwith corporate guarantee of a group company. Corporate Guarantee is restricted to the extent of shares pledged of the promoter group company. The interest rate on the domestic long term borrowings are of 2.90% above 6 months MCLR. The Term Loan facilitated from the bank is repayable in 30 Quarterly Instalments from December 2017. Last instalment due in September 2025.
- b) Pursuant to the Resolution Plan approved under the Reserve Bank of India's Scheme for Sustainable Structuring of Stressed Assets (S4A), the Holding Company executed a Master Framework Agreement with the lenders in 24<sup>th</sup> January 2018.

The Holding Company had issued 451,970,554 nos. of Optionally Convertible Debentures (OCDs) amounting to ₹ 451,97.05 lakhs during the financial year 2017-18. The OCDs had a moratorium period of 7 years and were repayable in 36 structured quarterly instalments starting from December, 2024 and maturing on September 2033. The OCDs carried a coupon rate of 0.01% pa. payable quarterly till maturity. The OCDs were convertible into Equity at the option of the OCD holders. OCDs may be redeemed alongwith a redemption premium. The redemption premium is inclusive of YTM @ 2.00% p.a. compounded quarterly. As per valuation report and relevant IND AS, PV of OCD as on the OCD issuing date i.e. March 21, 2018 was ₹ 16,690.00 Lakhs which had been treated as financial liability and balance of ₹ 28,506.44 Lakhs had been treated as other equity in the financial year 2017-18.

Further, the interest expenses (the unwinding of the discount) had been booked at market rate (11.5%) to unwind the liability component to the extent of value of OCD at each reporting date.

In addition to the above, the Promoter / Promoters' group had transferred 12,85,78,044 equity shares, at ₹10/- per equity share of ₹12,857.80 lakhs, to the lenders, as a part payment of unsustainable debt and the same was treated as unsecured loan.

Upon receipt of conversion notices from OCD holders and approval of shareholders for conversion of Unsecured loans from promoters, the Holding Company has undertaken the following debt-to-equity conversions during the financial year 2024-25:

- (i) Conversion of Outstanding OCDs (net of repayments) amounting to ₹ 45,157.15 lakhs along with YTM of Rs. 6,953.08 lakhs into 14,48,22,208 equity shares of face value ₹10 each at a premium.
- (ii) Conversion of Outstanding Unsecured Loans (net of repayments) amounting to ₹ 12,795.80 Lakhs into 3,65,59,437 equity shares of face value ₹10 each at a premium.

These allotments were made in compliance with applicable provisions of the Companies Act, 2013 and SEBI (ICDR) Regulations, 2018. Post-conversion, the Group's paid-up equity share capital and securities premium has increased by ₹ 18,138.16 Lakhs and ₹ 46,750.95 Lakhs (net of share issue expense of ₹ 16.92 Lakhs) respectively.

- c) Rate of Interest for the unsecured loan from the related parties and intercorporate deposits is maximum being 9%.

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 15(b) Lease Liabilities

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Lease Liabilities	51.93	—	44.08	—
<b>Total</b>	<b>51.93</b>	<b>—</b>	<b>44.08</b>	<b>—</b>

The aggregate maturities of lease liabilities, based on contractual undiscounted cash flows are as follows :

(₹ in Lakhs)

Lease Liabilities	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Less Than One Year	44.08	—
One to Five Years	51.93	—
More than Five years	—	—
<b>Total</b>	<b>96.01</b>	<b>—</b>

(₹ in Lakhs)

Movement in lease liabilities	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Opening Balance	—	—
Additions	104.17	—
Deletions	—	—
Finance cost	2.79	—
Repayment of lease liabilities	10.95	—
<b>Closing Balance</b>	<b>96.01</b>	<b>—</b>

Amounts with respect to leases recognised in the Statement of Profit & Loss and Statement of Cash Flows

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Amounts recognised in Statement of Profit and Loss</b>		
Interest on lease liabilities (net) (Refer Note 27)	2.79	—
Depreciation of Right-of-Use Assets (net) (Refer Note 28)	9.64	—
<b>Amounts recognised in Cash Flows</b>		
Repayment of lease liabilities	10.95	—

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 16. Provisions

(₹ in Lakhs)

Particulars	Non-Current		Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Provision for employee benefits				
For Gratuity (Refer Note 40)	275.02	227.48	—	—
For Leave Benefits	176.88	150.78	13.48	9.09
<b>Total</b>	<b>451.90</b>	<b>378.26</b>	<b>13.48</b>	<b>9.09</b>

## 17. Short-Term Borrowings

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Secured	Unsecured - Loan repayable on demand	Secured	Unsecured
Repayable on demand from banks			22,279.27	24,610.86
Current Maturities of Long Term Borrowings			1,823.31	4,927.00
<b>The above amount includes</b>				
Secured Borrowings			875.00	875.00
Unsecured Borrowings			<b>24,977.58</b>	<b>30,412.86</b>

### 17.1 Terms and conditions attached to Short term borrowings from banks

- (a) Cash Credit facilities from banks are secured by first pari-passu charge on the entire current assets (both present & future) and Second pari-passu charge on the entire fixed assets (both present & future) of the holding company. Personal guarantee of Puranmal Agrawal, Suresh Kumar Agrawal, Manish Agrawal and Saket Agrawal is given alongwith corporate guarantee of a group company. Corporate Guarantee is restricted to the extent of shares pledged of the promoter group company. The rate of interest on cash credit is 2.75% above 6 month MCLR.
- (b) The Intercorporate loans carry an interest rate of 9.85% p.a (Previous Year - 9.85%)

### 17.2 Refer Note No. 48 in the respect of Quarterly Return/Statement filed with the bank in lieu of sanctioned working capital facilities.

## 18. Trade Payables

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Total outstanding dues to micro enterprises and small enterprises	Total outstanding dues to creditors other than micro enterprises and small enterprises	Total outstanding dues to micro enterprises and small enterprises	Total outstanding dues to creditors other than micro enterprises and small enterprises
Total outstanding dues to micro enterprises and small enterprises	1,189.23	22,037.95	909.70	20,743.40
<b>Total</b>	<b>23,227.18</b>			<b>21,653.10</b>

- 18.1** Trade Payables include acceptances and arrangements where operational suppliers of goods and services are paid by banks while the group continues to recognise the liability till settlement with the banks which are normally effected within a period of 90 or 180 days amounting to ₹ 7,185.06 lakhs ( previous year ₹ 7,602.70 lakhs)

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 18. Trade Payables (Contd..)

18.2 Disclosure as required under the Micro, Small and Medium Enterprises Development Act, 2006, to the extent ascertained and as per notification number GSR 679 (E) dated 4th September, 2015.

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
i The principal amount remaining unpaid to any supplier as at the end of each accounting year;	1,186.46	906.89
ii The interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	2.77	2.81
iii The amount of interest paid by the buyer under MSMED Act, 2006	Nil	Nil
iv The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006)	Nil	Nil
v The amount of interest accrued and remaining unpaid at the end of accounting year; and	2.77	2.81
vi The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	2.77	2.81

The above information has been determined to the extent such parties have been identified on the basis of information available with the group.

## 18.3 Trade Payables ageing schedule

(₹ in Lakhs)

Particulars	Outstanding as on March 31, 2025 from due date of payment				
	Upto 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed dues - MSME	1,188.37	0.86	-	-	1,189.23
Undisputed dues - Others	20,434.26	117.56	30.42	192.19	20,774.43
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>21,622.63</b>	<b>118.42</b>	<b>30.42</b>	<b>192.19</b>	<b>21,963.66</b>
<b>Unbilled Dues</b>					<b>1,263.52</b>
<b>Grand Total</b>					<b>23,227.18</b>

(₹ in Lakhs)

Particulars	Outstanding as on March 31, 2024 from due date of payment				
	Upto 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed dues - MSME	904.71	3.86	0.09	1.04	909.70
Undisputed dues - Others	18,699.87	204.76	26.19	214.10	19,144.92
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>19,604.58</b>	<b>208.62</b>	<b>26.28</b>	<b>215.14</b>	<b>20,054.62</b>
<b>Unbilled Dues</b>					<b>1,598.48</b>
<b>Grand Total</b>					<b>21,653.10</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 19 Other Financial Liabilities

(₹ in Lakhs)

Particulars	Current	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Retention / Security Deposit	643.29	628.64
Interest accrued and due on borrowings	294.35	264.94
Derivative Liabilities	131.40	-
Employee related Liabilities	614.73	512.34
Other Payables on capital purchases	162.91	162.91
	<b>1,846.68</b>	<b>1,568.83</b>

## 20 Other Current Liabilities

(₹ in Lakhs)

Particulars	As at	
	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024
Contract Liabilities (includes Deferred Performance Obligations)	2,605.10	3,482.36
Statutory dues payable	727.13	271.49
	<b>3,332.23</b>	<b>3,753.85</b>

## 21 Revenue from Operations

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>(a) Sale of Products</b>		
Finished Goods	2,85,920.77	2,83,651.83
Power	1,938.20	1,573.37
Traded Goods	384.07	241.52
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>
<b>(b) Other Operating Revenue</b>		
Sale of Scrap and By-products	2,281.74	1,918.68
<b>Total</b>	<b>2,281.74</b>	<b>1,918.68</b>
<b>Total (a+b)</b>	<b>2,90,524.78</b>	<b>2,87,385.40</b>

The Group's business activity falls within a single significant primary business segment i.e. "Manufacturing / Trading of Iron & Steel Products" and generates revenue from the sale of Iron & Steel products and the same is only the reportable segment of the Group.

(₹ in Lakhs)

Disaggregation of Revenue	2024-25	2023-24
<b>Revenue as per Geography</b>		
Domestic	2,87,997.77	2,83,999.38
Exports	245.27	1,467.34
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>
<b>Revenue as per Major Products</b>		
Pellet	79,993.53	61,179.85
Sponge Iron	17,930.41	25,793.95
MS Billets	13,600.74	19,248.11
TMT Bars (incl Structural Products)	1,74,396.09	1,77,429.92
Power	1,938.20	1,573.37
Others	384.07	241.52
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 21 Revenue from Operations (Contd..)

(₹ in Lakhs)

Disaggregation of Revenue	2024-25	2023-24
<b>Timing of Revenue</b>		
At a point in time	2,88,243.04	2,85,466.72
Over time	-	-
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>
<b>Sales Channel</b>		
Direct to Customers	86,508.08	78,637.37
Through Intermediaries	2,01,734.96	2,06,829.35
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>

### Contract balances

The group discloses receivables from contracts with customer separately in the balance sheet. To comply with the other disclosures requirements for contract assets and contract liabilities, the following information is disclosed below.

(₹ in Lakhs)

Particulars	2024-25	2023-24
Trade Receivables	7,502.33	7,131.39
Contract Liabilities (includes Deferred Performance Obligations)	2,605.10	3,482.36
<b>Other Information</b>		
a) Transaction price allocated to the remaining performance obligations	Nil	Nil
b) The amount of revenue recognised in the current year that was included in the opening contract liability balance	3,473.39	4,979.93
c) The amount of revenue recognised in the current year from performance obligations satisfied fully or partially in previous years	Nil	Nil
d) Performance obligations- The Group satisfies the performance obligation on shipment/delivery.	Nil	Nil
<b>Significant payment terms</b>		
Financing Component	Nil	Nil

(₹ in Lakhs)

Reconciliation of Revenue from operations with contract price	2024-25	2023-24
Contract Price	2,91,245.16	2,86,090.02
Less :		
Sales Returns	359.46	327.12
Trade & Cash Discount	720.47	296.18
Deferred Performance Obligations	1,922.19	-
<b>Total</b>	<b>2,88,243.04</b>	<b>2,85,466.72</b>

## 22. Other Income

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>(a) Interest income on</b>		
- Fixed Deposit	181.91	161.01
- Others *	39.94	24.56
<b>(b) Other Non-Operating Income</b>		
Dividend income on Investments	-	330.56
Profit on sale of Investments	-	4.80
Reversal of provision on Expected Credit Loss	-	3,075.13
Foreign Exchange Differences	26.21	147.80
Others	110.64	97.05
<b>Total</b>	<b>358.70</b>	<b>3,840.91</b>

\* relates to Interest Income on security deposit and advance

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 23. Cost of Materials Consumed

(₹ in Lakhs)

Particulars	2024-25	2023-24
Inventory at the beginning of the period	30,028.36	31,467.21
Add: Purchase	2,33,223.75	2,31,753.56
Less: Inventory at the end of the period	27,726.92	30,028.36
<b>Total</b>	<b>2,35,525.19</b>	<b>2,33,192.41</b>

## 24. Purchases of Stock in Trade

(₹ in Lakhs)

Particulars	2024-25	2023-24
Coal	20.53	221.87
TMT Bars & Structural	358.95	-
<b>Total</b>	<b>379.48</b>	<b>221.87</b>

## 25. Changes in Inventories of Finished Goods, By-products, Work-in Progress and Stock in Trade

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>Inventories at the beginning of the period</b>		
Finished Goods	8,265.43	8,012.62
Work-in-Progress	4,896.16	2,275.84
By-Products	1,651.97	573.04
Stock in Trade	-	37.63
	<b>14,813.56</b>	<b>10,899.13</b>
<b>Inventories at the end of the period</b>		
Finished Goods	8,466.53	8,265.43
Work-in-Progress	5,478.03	4,896.16
By-Products	698.43	1,651.97
Stock in Trade	4.16	-
	<b>14,647.15</b>	<b>14,813.56</b>
Less : Amount Capitalised	581.58	-
<b>(Increase)/Decrease in Inventories</b>		
Finished Goods	(782.68)	(252.81)
Work-in-Progress	(581.87)	(2,620.32)
By-Products	953.54	(1,078.93)
Stock in Trade	(4.16)	37.63
<b>Total</b>	<b>(415.17)</b>	<b>(3,914.43)</b>

## 26. Employee Benefit Expenses

(₹ in Lakhs)

Particulars	2024-25	2023-24
Salaries and Wages	7,104.92	6,125.20
Contribution to Provident and Other Funds	276.24	259.82
Gratuity (Refer Note 40)	149.21	122.78
Staff Welfare Expenses	221.41	143.64
<b>Total</b>	<b>7,751.78</b>	<b>6,651.44</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 27. Finance Costs

Particulars	(₹ in Lakhs)	
	2024-25	2023-24
<b>Interest Expenses</b>		
- On Loans	3,372.25	3,559.00
- On Lease Liabilities	2.79	-
- On Optionally Convertible Debentures *	1,281.76	4,019.92
- On Others	2.77	2.81
Exchange Differences regarded as an adjustment to borrowing cost	109.69	39.15
Other Finance Charges	3,349.05	1,147.30
<b>Total</b>	<b>8,118.31</b>	<b>8,768.18</b>

\* It represents the unwinding of the discount on OCD [Refer Note 15.1.(b)]

## 28. Depreciation and amortization expense

Particulars	(₹ in Lakhs)	
	2024-25	2023-24
Depreciation on Property, Plant and Equipment	5,363.83	5,529.07
Depreciation on Right-of-Use Assets	9.64	-
Amortization on Intangible Assets	1.23	11.98
<b>Total</b>	<b>5,374.70</b>	<b>5,541.05</b>

## 29. Other Expenses

Particulars	(₹ in Lakhs)	
	2024-25	2023-24
Consumption of Stores and Spares	9,835.12	13,069.41
Power and Fuel	3,592.74	5,658.79
Rent	267.57	157.00
Rates and Taxes	333.85	325.73
Insurance	266.42	276.24
Repairs		
Plant and Machinery	1,134.80	2,482.95
Buildings	341.90	621.25
Others	236.04	253.47
Other Manufacturing Expenses	10,800.09	10,154.70
Advertising and Other Sales Promotion Expenses	2,214.66	1,915.67
Freight Outward	533.87	350.49
Legal and Professional Charges	772.55	729.32
Payment to Auditors [Refer details below (29.1)]	26.03	11.25
Provision for Expected Credit Loss on Trade Receivable & Advances	6.71	-
Corporate Social Responsibility Expenses	156.86	236.47
Director Sitting Fees	4.20	-
Miscellaneous Expenses	3,374.57	2,454.79
<b>Total</b>	<b>33,897.98</b>	<b>38,697.53</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 29. Other Expenses (Contd..)

### 29.1 Payment to Auditors

Particulars	2024-25	2023-24
As Auditors:		
Statutory Audit	14.40	5.50
Limited Review #	9.50	4.50
Certification fees and other services *@	1.40	1.25
Reimbursement of expenses	0.73	-
<b>Total</b>	<b>26.03</b>	<b>11.25</b>

\* The above certification fees is net of ₹ 2.80 Lakhs (PY - Nil) which has been adjusted with Securities Premium as part of Share Issue Expenses.

# The Limited Review Fees pertaining to FY 2024-25 include ₹ 1.50 Lakhs pertaining to erstwhile auditor.

@ The Fees for Certification and other services pertaining to FY 2024-25 include ₹ 0.30 Lakhs pertaining to erstwhile auditor.

**30.** The Group is subject to Income Tax in India. As per the Income Tax Act, 1961, in the previous year, the Group was liable to pay income tax which is the higher of regular income tax payable and the amount payable based on the provisions applicable for Minimum Alternate Tax (MAT). However, from the current year, the Group has opted the option u/s 115 BAA of the Income Tax Act, 1961; introduced by the Taxation Laws (Amendment) Act, 2019, which gives irreversible option for payment of Income Tax at reduced rate subject to certain conditions.

In view of above, MAT Credit of ₹ 2,648.71 Lakhs accounted for in earlier years has been reversed during the current year. Further, Deferred Tax Assets/Liabilities also have been measured/re-measured at the rates specified under new regime. Due to the change in the applicable income tax rate under the new regime, an impact of ₹ 0.86 Lakhs has been recognised and included in the below reconciliation.

## 31. Income Tax

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>A. The major components of income taxes expense for the year are as under:</b>		
i Income tax expense recognised in the statement of profit and loss	-	-
<b>Current Tax for the year</b>		
Current Tax	-	-
Deferred Tax	3,092.18	634.71
<b>Income tax expense recognised in the statement of profit and loss</b>	<b>3,092.18</b>	<b>634.71</b>
ii Income tax expense recognised in OCI		
Deferred Tax :		
Deferred tax expenses on remeasurement benefit of defined benefit plans and equity instruments measured through OCI	0.67	45.75
Income tax expense recognised in OCI	0.67	45.75
<b>Total Tax (i+ii)</b>	<b>3,092.85</b>	<b>680.46</b>
<b>B. Reconciliation of tax expense and the accounting profit for the year is as under</b>		
<b>Profit before tax</b>	256.24	2,069.35
Income tax expense	64.49	645.64
Deferred tax assets creation/(reversal) on unabsorbed depreciation	-	220.50
Effects of permanent disallowances	367.00	(223.78)
Effect of Tax Rate Change	0.86	-
MAT Credit Write-off (Refer Note 30)	2,648.71	-
Other Items	11.79	38.10
<b>Tax expenses as per Statement of Profit and Loss &amp; OCI</b>	<b>3,092.85</b>	<b>680.46</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 32. Other Comprehensive Income

(₹ in Lakhs)

Particulars	2024-25	2023-24
Remeasurements of the defined benefit plans	(79.24)	(78.78)
Equity Instruments through Other Comprehensive Income	247.61	(71.87)
Less : Income tax on the above	(0.67)	(45.75)
<b>Total</b>	<b>167.70</b>	<b>(196.40)</b>

## 33. Earnings Per Share (EPS)

(₹ in Lakhs)

Particulars	2024-25	2023-24
Earnings Per Share has been computed as under:		
Profit/ (Loss) After Tax	(2,835.94)	1,434.64
Net Profit for Calculation of Basic and Diluted EPS	(2,835.94)	1,434.64
	<b>Nos.</b>	<b>Nos.</b>
Weighted average number of equity shares in calculating Basic EPS	45,97,63,822	38,54,15,000
Weighted average number of equity shares in calculating Diluted EPS *	45,34,75,511	41,65,35,000
Face value of share (₹)	10	10
<b>Earnings Per Share</b>		
<b>Basic</b>	<b>(₹)</b>	<b>0.37</b>
<b>Diluted</b>	<b>(₹)</b>	<b>0.34</b>

\* In the previous year, the potential ordinary shares, on account of conversion of OCD, are anti-dilutive and are therefore excluded from the weighted average number of equity shares for the purpose of diluted earnings per share.

As the Group has incurred loss during the current year, dilutive effect on weighted average number of shares would have an anti-dilutive impact and hence, not considered.

## 34 Financial instruments

This section gives an overview of the significance of financial instruments for the Group and provides additional information on balance sheet items that contain financial instruments. The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note F.1 & F.2 to the financial statements.

### i) Financial assets & liabilities

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2025 and March 31, 2024;

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025			As at 31 <sup>st</sup> March 2024		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
<b>Financial assets</b>						
<b>Investments</b>						
Equity instruments*	-	4,283.49	-	-	4,035.88	-
Trade receivables	-	-	7,502.33	-	-	7,131.39
Cash and cash equivalents	-	-	404.41	-	-	2,610.53
Other Bank Balances	-	-	1,671.88	-	-	2,109.94
Loans	-	-	9.33	-	-	16.66
Other Financial Assets	-	-	1,838.10	-	-	1,333.34
<b>Total</b>	<b>-</b>	<b>4,283.49</b>	<b>11,426.05</b>	<b>-</b>	<b>4,035.88</b>	<b>13,201.86</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 34 Financial instruments (Contd..)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025			As at 31 <sup>st</sup> March 2024		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
<b>Financial liabilities</b>						
<b>Borrowing</b>	-	-	26,147.80	-	-	78,147.59
Lease Liabilities			96.01			-
Derivative Liabilities	131.40		-	-		-
Trade Payable	-	-	23,227.18	-	-	21,653.10
Other financial Liabilities	-	-	1,715.28	-	-	1,568.83
<b>Total</b>	<b>131.40</b>	<b>-</b>	<b>51,186.27</b>	<b>-</b>	<b>-</b>	<b>1,01,369.52</b>

\*Equity investments exclude investments made in joint venture of ₹ 442.91 Lakhs (previous year - ₹ 437.89 Lakhs) which have been measured at Equity Method.

### ii) Fair values hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

**Quoted prices in an active market (Level 1):** This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares.

**Valuation techniques with observable inputs (Level 2):** This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). This level of hierarchy includes Group's over-the-counter (OTC) derivative contracts.

**Valuation techniques with significant unobservable inputs (Level 3):** This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

31 <sup>st</sup> March, 2025	Notes	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>					
<b>Investments at FVOCI</b>					
Quoted Equity instruments *				183.63	183.63
Unquoted Equity instruments	-	-	-	4,099.86	4,099.86
<b>Total financial assets</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,283.49</b>	<b>4,283.49</b>
<b>Financial liabilities</b>					
<b>Financial instruments at FVTPL</b>					
Derivative Liabilities		131.40			131.40
<b>Total financial liabilities</b>	<b>-</b>	<b>131.40</b>	<b>-</b>	<b>-</b>	<b>131.40</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 34 Financial instruments (Contd..)

### Financial Instruments measured at fair value

(₹ in Lakhs)

31 <sup>st</sup> March, 2024	Notes	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>					
<b>Investments at FVOCI</b>					
Quoted Equity instruments *		-	-	15.22	15.22
Unquoted Equity instruments		-	-	4,020.66	4,020.66
Derivative asset		-	-	-	-
<b>Total financial assets</b>		-	-	<b>4,035.88</b>	<b>4,035.88</b>
<b>Financial liabilities</b>					
<b>Financial instruments at FVTPL</b>					
Derivative Liabilities		-	-	-	-
<b>Total financial liabilities</b>		-	-	-	-

There were no movement between level 1 and level 2 during the period.

\* The Quoted Equity Instruments are listed in Calcutta Stock Exchange where the trading is suspended.

### iii) Valuation process and technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- Quoted investments (Equity Shares)- The Quoted Equity Instruments are listed in Calcutta Stock Exchange where the trading is suspended. Value is as determined by Independent Valuer. Fair value estimates of equity investments are included in level-3 and are based on information relating to value of investee company's net assets methods.
- The fair value of investment in unquoted shares are determined by an Independent Valuer. The equity shares of ₹ 4,099.86 Lakhs (31.03.2024 - ₹ 4,020.66 lakhs) are not listed. Their fair value estimates are included in level-3 and are based on information relating to value of investee company's net assets or DCF methods as applicable.
- The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.
- The Group's forward exchange contracts have been valued based on mark to market reports provided by the counterparty bank. Since the valuation uses observable market inputs, but not quoted prices in active markets, the fair value measure has been classified under Level 2.

### iv) Valuation inputs and relationships to fair value

The following table provides the fair value measurement hierarchy about the significant unobservable inputs used in level 3 fair value measurements. Refer (iii)(b) above for the valuation techniques adopted.

31<sup>st</sup> March, 2025

(₹ in Lakhs)

Financial Assets	Valuation Techniques	Significant Unobservable Inputs	Fair Value	Sensitivity of the input to fair value	
<b>Investments at FVOCI</b>					
Quoted Equity instruments	NAV	Net Assets	183.63	+ (0.5%)	184.55
				- (0.5%)	182.71
Unquoted Equity instruments	DCF	WACC	310.88	+ (0.5%)	308.16
				- (0.5%)	313.57
Unquoted Equity instruments	NAV	Net Assets	3,788.98	+ (0.5%)	3,807.92
				- (0.5%)	3,770.04

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 34 Financial instruments (Contd..)

31<sup>st</sup> March, 2024

(₹ in Lakhs)

Financial Assets	Valuation Techniques	Significant Unobservable Inputs	Fair Value	Sensitivity of the input to fair value
<b>Investments at FVOCI</b>				
Quoted Equity instruments	NAV	Net Assets	15.22	+ (0.5%) 15.30 - (0.5%) 15.14
Unquoted Equity instruments	DCF	WACC	331.20	+ (0.5%) 332.86 - (0.5%) 329.54
Unquoted Equity instruments	NAV	Net Assets	3,689.46	+ (0.5%) 3,707.91 - (0.5%) 3,671.01

v) The following table presents the changes in level 3 items for the periods ended 31<sup>st</sup> March 2025 and 31<sup>st</sup> March 2024:

(₹ in Lakhs)

Particulars	Amount
<b>As at 31<sup>st</sup> March 2023</b>	<b>4,107.75</b>
Gains/ (losses) recognised in other comprehensive income	(71.87)
<b>As at 31<sup>st</sup> March 2024</b>	<b>4,035.88</b>
Gains/ (losses) recognised in other comprehensive income	247.61
<b>As at 31<sup>st</sup> March 2025</b>	<b>4,283.49</b>

## 35. Financial Risk Management, Objectives and Policies

### A) Capital Management

#### i) Risk Management

The Group's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, convert outstanding OCD's into equities or sell assets to reduce debt. Consistent with others in the industry, the group monitors capital on the basis of net debt to equity ratio and maturity profile of overall debt portfolio of the Group.

Net debt implies total borrowings of the Group comprises all components attributable to the owners of the Group

The following table summarises the Net Debt, Equity and Ratio thereof.

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Total Borrowings (including current maturities)	26,147.80	78,147.59
Lease Liabilities	96.01	-
<b>Gross Debt (A)</b>	<b>26,243.81</b>	<b>78,147.59</b>
Less: Cash & Cash Equivalents & Other bank balances	2,076.29	4,720.47
<b>Net Debts (B)</b>	<b>24,167.52</b>	<b>73,427.12</b>
<b>Total Equity (C)</b>	<b>97,930.80</b>	<b>58,262.86</b>
<b>Net debt to Equity (B/C)</b>	<b>0.25</b>	<b>1.26</b>

No changes were made in the objective policies & process for expenditure as on 31<sup>st</sup> March 2025 & 31<sup>st</sup> March 2024.

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 35. Financial Risk Management, Objectives and Policies (Contd..)

### ii) Dividends

The group has not declared/paid any dividend for FY 2023-24 and no dividend has been proposed for FY 2024-25.

### B) Financial Risk Management

The Group's activities expose it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the Group, the group has risk management policies as described below :-

#### i) Credit risk

Credit risk refers to the risk of financial loss arising from default / failure by the counterparty to meet financial obligations as per the terms of contract. The Group is exposed to credit risk for receivables, cash and cash equivalents. None of the financial instruments of the Group result in material concentration of credit risks.

Customer credit risk is managed by the Group's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored and reconciled. Based on historical trend, industry practice and the business environment in which the Group operates, an impairment analysis is performed at each reporting date for trade receivables. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 9.

Credit Risk on cash and cash equivalent, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions who have been assigned high credit rating by international and domestic rating agencies.

#### ii) Liquidity risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Group's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Group's liquidity position through rolling forecasts on the basis of expected cash flows.

#### Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments

(₹ in Lakhs)

Contractual maturities of financial liabilities as at 31 <sup>st</sup> March 2025	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
<b>Non-derivatives</b>					
Borrowings	24,977.58	1,170.22	-	-	26,147.80
Trade payable	23,227.18	-	-	-	23,227.18
Lease Liabilities	44.08	51.93	-	-	96.01
Other payables	1,583.88	-	-	-	1,583.88
<b>Derivatives</b>	Derivative Liability	131.40	-	-	131.40
<b>Total</b>	<b>49,964.12</b>	<b>1,222.15</b>	<b>-</b>	<b>-</b>	<b>51,186.27</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 35. Financial Risk Management, Objectives and Policies (Contd..)

(₹ in Lakhs)

Contractual maturities of financial liabilities as at 31 <sup>st</sup> March 2024	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
<b>Non-derivatives</b>					
Borrowings	30,412.86	2,464.00	6,125.22	39,145.51	78,147.59
Trade payable	21,653.10	–	–	–	21,653.10
Other payables	1,568.83	–	–	–	1,568.83
<b>Derivatives</b>	Derivative Liability	–	–	–	–
<b>Total</b>	<b>53,634.79</b>	<b>2,464.00</b>	<b>6,125.22</b>	<b>39,145.51</b>	<b>1,01,369.52</b>

### C) Market Risk

#### i) Foreign currency risk

The Group is primarily not exposed to foreign exchange risk arising from foreign currency transactions. However, the Group has entered into derivative contracts to hedge its exposure in foreign currency due to swap of INR Loan into USD. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the Group's functional currency.

##### Foreign currency risk exposure – Hedged

The group's exposure to foreign currency risk at the end of the reporting period expressed are as follows:

Currency	Liabilities	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
USD	7,423.11	7,141.40

The above exposure is fully hedged by the Group by entering into forward contracts. The Group does not have any exposure to foreign currency other than the exposure in foreign currency that have been already hedged as on the reporting date.

The Group enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for fair value through profit and loss and are included in other income / expenses.

##### Sensitivity

The sensitivity of profit or loss after tax and equity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>USD sensitivity</b>		
INR/USD- increase by 10%	(555.49)	(491.33)
INR/USD- decrease by 10%	555.49	491.33

#### ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's short term borrowing and long term borrowings with floating interest rates. The Group constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 35. Financial Risk Management, Objectives and Policies (Contd..)

Below is the overall exposure of the group to interest rate risk:

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Variable rate borrowing	24,102.58	31,775.06
Fixed rate borrowing	2,045.22	3,455.22
<b>Total borrowings</b>	<b>26,147.80</b>	<b>35,230.28</b>

**Note :** The above borrowings do not include the interest free loans and Liability component of Optionally Convertible Debentures [Refer Note 15(a) & 17]

### Sensitivity

Below is the sensitivity of profit or loss after tax and equity to changes in interest rates.

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Interest sensitivity</b>		
Interest rates increases by 100 basis points	(180.36)	(218.61)
Interest rates decrease by 100 basis points	180.36	218.61

## 36. Contingent Liabilities and Commitments

### Contingent Liabilities and commitments to the extent not provided for in respect of:

(₹ in Lakhs)

a) Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Excise/Service Tax/GST Matters under dispute/ appeal	3,649.10	1,260.55
Income Tax Matters under dispute/ appeal (net of payment)	1,149.00	268.86
ESCert Liability on account of Energy Audit under PAT Cycle - II (Energy Conservation Act)	813.64	813.64
Right to Recompense available with the lenders *	10,120.00	27,801.00

\* Right of Recompense (RoR) available to the lenders amounting to ₹ 27,801 lakhs as at 31<sup>st</sup> March, 2024 has been calculated as per Article VIII of the Master Restructuring Agreement dated March 23, 2015 read with the Master Framework Agreement and Share Transfer & Confirmation Agreement ("Master agreement") executed on January 24, 2018 for the entire tenure of loans.

The Holding Company, based on a legal opinion from a firm of repute, has re-estimated the amount of RoR amounting to ₹ 10,120 lakhs as compared to ₹ 27,801 lakhs, which states that as per CDR Master Circular dated June 25, 2015 issued by the Corporate Debt Restructuring Cell (CDR) in 2012 & 2015, if any part of principal or interest dues are converted into equity, the same will not be reckoned for computation of recompense. Since all the outstanding OCDs has been converted during the year, accordingly ROR as at 31<sup>st</sup> March, 2025 has been calculated only on outstanding term loans and short term borrowings.

**b)** The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the group towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period when the Code becomes effective.

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 36. Contingent Liabilities and Commitments (Contd..)

### c) Capital & Other Commitment

The capital & other commitment for the Group amounts to ₹ Nil (previous year - ₹ Nil)

**37.** The Group does not have any charges or satisfaction of which is yet to be registered with ROC beyond the statutory period as on 31<sup>st</sup> March 2025.

**38.** The Group has not filed any Scheme of Arrangements in terms of sections 230 to 237 of the Companies Act, 2013 with any Competent Authority.

## 39. Short Term Leases

The Group's leasing arrangements are in respect of short term leases for office premises at Kolkata and Raigarh & guest houses at Raigarh, Gairkata, Keonjhar, Vishakapatnam and Kolkata. These leasing arrangements which are cancellable, are entered for a period of 11 months and the Group has elected not to recognize ROU assets and lease liabilities for short term leases and recognizes the lease payments associated with these leases as an expense. The Group has paid lease rentals of ₹ 267.57 Lakhs ( Previous year - ₹ 157.00 Lakhs). The group also hires equipments on short term contract basis, and has paid ₹ 1,754.16 Lakhs (Previous year - ₹ 1,942.30 Lakhs) against it during the year which is included in other manufacturing expenses.

## 40. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits'

### (I) Defined Contribution Plan:

The amount recognized as an expense for the Defined Contribution Plans are as under :

(₹ in Lakhs)

Sl. No.	Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
a)	Provident Fund & ESI	276.24	259.82

### Defined Benefit Plan:

#### a) Gratuity Plan

The Company has a defined Gratuity Benefit plan. Every employee who has completed five years or more of service is entitled to gratuity as per the provisions of the Payment of Gratuity Act, 1972. The Company has got an approved gratuity fund with Life Insurance Corporation of India (LIC) to cover the gratuity liabilities. The present value of defined obligation and related current cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at Balance Sheet date.

#### b) Risk Exposure

Defined benefit plans expose the Group to the following types of actuarial risks:

**Interest rate risk:** The Plan exposes the Group to the risk of fall in interest rates . A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

**Liquidity Risk:** This is the risk that the group is not able to meet the short term gratuity payouts .This may arise due to non availability of enough cash / cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.

**Salary Escalation Risk:** The Present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participate in future . Deviation in the rate of increase of salary in future for plan participant from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

**Demographic Risk:** The Group has used certain mortality and attrition assumption in valuation of the liability . The Group is exposed to the risk of actual experience turning out to be worse compared to the assumption.

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 40. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' (Contd..)

**Regulatory Risk:** Gratuity benefit is paid in accordance with the requirement of the Payment of Gratuity Act, 1972 (as amended from time to time). There is risk of change in regulation requiring higher gratuity payout (e.g. Increase in the maximum limit on gratuity of ₹ 20,00,000).

**Asset Liability Mismatching or Market Risk:** The duration of the liability is longer compared to duration of assets, exposing the Group to market risk for volatilities/fall in interest rate.

**Investment Risk:** The probability or likelihood of occurrence of losses relative to the expected return on any particular Investment.

### c) Reconciliation Of the net defined benefit (Assets/Liabilities)

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Balance at the beginning of the year</b>	1,131.90	956.37
Current Service Cost	132.95	111.23
Interest Cost on Defined Benefit Obligation	80.88	71.40
Actuarial (gain)/losses arising from:		
Changes in demographic assumptions	7.93	(0.54)
Changes in financial assumptions	45.14	38.73
Experience adjustment	30.77	30.37
Benefits paid from the plan assets	(53.51)	(75.66)
<b>Balance at the end of the year</b>	<b>1,376.06</b>	<b>1,131.90</b>

### d) Reconciliation of the Plan Assets

The following table shows a reconciliation from the opening balances to the closing balances for the Plan Assets and its components:

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Balance at the beginning of the year</b>	904.42	801.58
Interest Income on Plan Assets	64.62	59.84
Remeasurement of Defined Benefit Obligation:		
Return on plan assets greater/ (lesser) than discount rate	4.60	(10.21)
Employer Contributions to the Plan	180.90	128.87
Benefits Paid from the Plan Assets	(53.51)	(75.66)
<b>Balance at the end of the year</b>	<b>1,101.03</b>	<b>904.42</b>

### e) The amount recognised in the Balance Sheet

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Present value of Defined Benefit Obligation	1,376.06	1,131.90
Fair Value of Plan Assets	(1,101.03)	(904.42)
<b>Net (Asset)/Liability in the Balance Sheet</b>	<b>275.03</b>	<b>227.48</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 40. Disclosure pursuant to Indian Accounting Standard – 19 'Employee Benefits' (Contd..)

### f) Expenses recognized in profit or loss

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Current Service Cost	132.95	111.23
Interest Cost	80.88	71.39
Changes in demographic assumptions	-	-
Changes in financial assumptions	-	-
Experience adjustment	-	-
Interest Income on Plan Assets	(64.62)	(59.84)
<b>Total Defined Benefit Cost recognized in Profit &amp; Loss</b>	<b>149.21</b>	<b>122.78</b>

### g) Remeasurements recognized in other comprehensive income

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Actuarial (gain)/losses arising from:</b>		
Changes in demographic assumptions	7.93	(0.53)
Changes in financial assumptions	45.14	38.73
Experience adjustment	30.77	30.37
Remeasurement of Defined Benefit Obligation:		
Return on plan assets greater/ (lesser) than discount rate	(4.60)	10.21
<b>Total Defined Benefit Cost recognized in Other Comprehensive Income</b>	<b>79.24</b>	<b>78.78</b>

### h) Major Categories of Plan Assets

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Qualified Insurance Policies	100%	100%

The Gratuity Scheme is invested in policies offered by Life Insurance Corporation (LIC) of India. The information on the allocation of the fund into major asset classes and expected return on each major class are not readily available. The expected rate of return on plan assets is based on market expectations, at the beginning of the period, for returns over the entire life of the related obligation.

### i) Asset Liability Matching Strategy

The Group has purchased insurance policy which is basically a year on year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The Insurance Group as a part of policy rules makes payment of all gratuity outgoes happening during the year (subject to sufficiency of fund under the policy). The Policy, thus mitigate the liquidity risk. However, being cash accumulation plan the duration of assets shorter compared to the duration of liabilities. Thus the Group is exposed to movement in interest rate (in Particular the significant fall in interest rate which should result in a increase in liability without corresponding increase in assets).

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 40. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' (Contd..)

### j) Actuarial Assumptions

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Financial Assumptions</b>		
Discount Rate	6.85%	7.15%
Salary Escalation Rate	7.50%	7.50%
<b>Demographic Assumptions</b>		
Normal Retirement age	60 years	58 years
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012-14
Withdrawal Rate		
- Upto 40 years	0.42%	0.42%
- Above 40 years	0.00%	0.00%

**k)** The Group expect to contribute ₹ 431.17 Lakhs (Previous Year - ₹ 266.46 Lakhs) during the next annual reporting Period to gratuity fund.

**l)** As at 31<sup>st</sup> March 2025, the weighted average duration of the defined benefit obligation was 13 years (previous year- 12 years).The distribution of the timing of benefits payment i.e., the maturity analysis of the benefit payments is as follows :

(₹ in Lakhs)

Expected benefits payment for the year ending on	As at	
	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024
Within next 12 months (next annual reporting period)	39.01	75.49
Between 2 and 5 years	208.77	190.58
Between 6 and 10 years	465.47	435.21
Beyond 10 years	3,191.63	2,328.84

### m) Sensitivity Analysis

Significant actuarial assumption for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possibly changes of the assumption occurring at the end of the reporting period, while holding all other assumption constant.The result of sensitivity assumption is given below:

(₹ in Lakhs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Defined Benefit Obligation (Base)	1,376.06	1,131.90

(₹ in Lakhs)

Particulars	Gratuity			
	31-Mar-25		31-Mar-24	
	Decrease	Increase	Decrease	Increase
Discount Rate (-/+1%)	195.15	(163.61)	143.01	(121.39)
Salary Growth Rate (-/+1%)	(159.45)	183.29	(119.80)	137.96
Attrition Rate(-/+ 50% Of attrition rates)	0.59	(0.59)	0.37	(0.35)
Mortality Rate (- / + 10% of mortality rates)	0.24	(0.25)	0.08	(0.08)

Although the analysis does not take into account the full distribution of cash flows expected under the period, it does an approximation of the sensitivity of the assumptions shown.

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 40. Disclosure pursuant to Indian Accounting Standard – 19 'Employee Benefits' (Contd..)

### (II) Other Long term employee benefits :

#### Earned Leave assumptions

The liability towards compensated absences (earned leave) calculated using the Projected Unit Credit Method for the year ended 31<sup>st</sup> March 2025 based on actuarial valuation resulted in increase in liability by ₹ 30.50 Lakhs (Previous Year- increased by ₹ 19.23 Lakhs).

#### Actuarial Assumptions

(₹ in Lakhs)

Particulars	2024-25	2023-24
<b>Financial Assumptions</b>		
Discount Rate	6.85%	7.15%
Salary Escalation Rate	7.50%	7.50%

#### Demographic Assumptions

(₹ in Lakhs)

Particulars	2024-25	2023-24
Normal Retirement age	60 years	58 years
Mortality Rate	100% of IALM 2012-14	100% of IALM 2012-14
Withdrawal Rate		
- Upto 40 years	0.42%	0.42%
- Above 40 years	0.00%	0.00%

## 41. Related Party Disclosures

Related party where control exists

### a) Joint Venture

Madanpur South Coal Company Limited

### b) Key Management Personnel

Name	Designation
Suresh Kumar Agrawal	Chairman
Saket Agrawal	Managing Director
Manish Agrawal	Joint Managing Director
Pradip Kumar Dey	Non Executive Director
Suneeta Mohanty	Non Executive Independent Director
Pranab Kumar Chakraborty ø	Non Executive Independent Director
Anubhav Goenka ø	Non Executive Independent Director
Pramode Kumar Pandey ø	Non Executive Independent Director
Prateek Bansal ^	Non Executive Independent Director
Navneet Jagatramka µ	Non Executive Independent Director
Ashok Kumar Soin µ	Non Executive Independent Director
Kamal Kumar Jain	Chief Financial Officer
Shreya Kar	Company Secretary

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 41. Related Party Disclosures (Contd..)

### c) Close Family Members of the Key Management Personnel

Name	Relation
Puramal Agrawal	Relative - Father of Manish Agrawal
Kiran Agrawal	Relative - Mother of Manish Agrawal
Nisha Agrawal	Relative - Wife of Suresh Kumar Agrawal
Ekta Agrawal	Relative - Wife of Saket Agrawal
Richa Agrawal	Relative - Wife of Manish Agrawal
Pranay Agarwal	Relative - Son of Suresh Kumar Agrawal
Disha Agarwal	Relative - Daughter in law of Suresh Kumar Agrawal
Priyanka Agrawal	Relative - Sister of Manish Agrawal
Saket Family HUF	Managing Director is the Karta

### d) Enterprises over which Key management Personnel and their close family members having significant influence/control

Admirable Realtors Private Limited	Mecha Cast International
Association of Asra Owners	MSP Mines & Minerals Limited
Bharat Earth Mover	MSP Sponge Iron Limited
Bluebird Commotrade Private Limited	Nutech Vanija Private Limited
Dexo Trading Private Limited	Orbit Dealcom Private Limited
Gajgamini Vinimay Private Limited	Parmeshwar Tradecom Private Limited
Ginny Traders Private Limited	Procheta Consultants Private Limited
Greenhood Spices & Food Pvt Ltd	Sampat Marketing Co. Private Limited
Howrah Gases Limited	Shree Vinay Finvest Private Limited
Ilex Private Limited	Shri Enterprise
Indoves Industrial Private Limited	Sidhsilver InfraproPERTIES Private Limited
Inertia Enterprise	Sikhar Commotrade Private Limited
Jagran Vyapaar Private Limited	Subh Enterprise
Jaik Leasing And Commercial Investment Limited	Sunbeam Goods Private Limited
Jaikrishna Goods Private Limited	Swift & Company
Khatupati Energy Limited *	Veena Vyapaar Private Limited
M.A. Hire Purchase Private Limited	West Sintex
Mayur Media Services Private Limited	Yantri

<sup>^</sup> Appointed as a Non executive independent director w.e.f. 01<sup>st</sup> Sept. 2022 and resigned w.e.f. 12<sup>th</sup> Aug. 2024.

<sup>o</sup> Appointed as a Non executive independent director w.e.f. 08<sup>th</sup> Aug. 2024.

<sup>¶</sup> Tenure of directorship has been completed w.e.f. 17<sup>th</sup> Sept. 2024.

\* Ceases to be an related party w.e.f 01<sup>st</sup> April, 2024.

(₹ in Lakhs)

Nature of Transactions (including taxes & duties where ever applicable)	Total	
	2024-25	2023-24
<b>Sales</b>		
Admirable Realtors Private Limited	1.90	0.31
Howrah Gases Limited	11.40	-
Indoves Industrial Private Limited	10,601.54	3,507.84
MSP Sponge Iron Limited	3,595.08	4,220.63
Shree Vinay Finvest Private Limited	1.43	-
<b>Dividend Income</b>		
Madanpur South Coal Company Limited	-	330.49
<b>Interest Expenses</b>		
Gajgamini Vinimay Private Limited	7.20	10.43
Ilex Private Limited	1.78	-

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 41. Related Party Disclosures (Contd..)

(₹ in Lakhs)

Nature of Transactions (including taxes & duties where ever applicable)	Total	
	2024-25	2023-24
Orbit Dealcom Private Limited	4.00	13.40
Procheta Consultants Private Limited	3.33	-
Sampat Marketing Co. Private Limited	2.22	-
<b>Store Chargeable Issue</b>		
Bharat Earth Mover	2.75	4.98
Howrah Gases Limited	0.72	-
Inertia Enterprise	2.68	3.15
Mecha Cast International	0.24	0.57
Shree Vinay Finvest Private Limited	4.84	3.78
Shri Enterprise	0.47	1.65
Subh Enterprise	1.40	0.26
Swift & Company	2.16	2.05
Yantri	1.26	0.52
<b>Purchase of Material &amp; Components</b>		
Howrah Gases Limited	0.55	-
Indoves Industrial Private Limited	1,272.41	773.73
Jagran Vyapaar Private Limited	225.30	-
MSP Sponge Iron Limited	16,501.85	15,332.22
Shree Vinay Finvest Private Limited	9.52	16.62
<b>Service Charges (Guarantee)</b>		
MSP Sponge Iron Limited	89.32	53.27
<b>Directors' Remuneration **</b>		
Manish Agrawal	75.39	56.22
Saket Agrawal	97.87	59.57
Suresh Kumar Agrawal	100.85	56.93
<b>Director Sitting Fees</b>		
Suneeta Mohanty	0.60	-
Pranab Kumar Chakraborty	1.20	-
Anubhav Goenka	1.20	-
Pramode Kumar Pandey	1.20	-
<b>Key Managerial Remuneration</b>		
Kamal Kumar Jain	43.25	38.97
Shreya Kar	12.06	10.74
<b>Expenses paid by party on behalf of us</b>		
Indoves Industrial Private Limited	11.64	24.71
M.A. Hire Purchase Private Limited	6.95	4.41
MSP Sponge Iron Limited	80.37	234.42
Sidhsilver InfraproPERTIES Private Limited	58.80	35.55
<b>Expenses paid by us on behalf of party</b>		
Indoves Industrial Private Limited	3.19	2.66
MSP Sponge Iron Limited	312.11	24.30
Howrah Gases Limited	2.58	2.80
<b>Rent Expenses</b>		
Ekta Agrawal	11.52	11.52
Jaik Leasing And Commercial Investment Limited	38.94	3.25
M.A. Hire Purchase Private Limited	35.40	35.40
Richa Agrawal	8.64	8.64
Sidhsilver InfraproPERTIES Private Limited	177.00	92.04
Veena Vyapaar Private Limited	7.08	-
<b>Vehicle Hire Charges</b>		
Bharat Earth Mover	21.56	22.37
Howrah Gases Limited	58.06	58.06
Jaik Leasing And Commercial Investment Limited	38.41	3.04

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 41. Related Party Disclosures (Contd..)

(₹ in Lakhs)

Nature of Transactions (including taxes & duties where ever applicable)	Total	
	2024-25	2023-24
Mayur Media Services Private Limited	19.20	4.20
Yantriki	8.34	-
<b>Maintenance Charges</b>		
Association of Asra Owners	-	1.78
<b>Consultancy Charges</b>		
Howrah Gases Limited	6.48	-
<b>Equipment Hire Charges</b>		
Bharat Earth Mover	105.41	100.78
Inertia Enterprise	27.93	82.03
Ginny Traders Private Limited	27.67	-
Howrah Gases Limited	162.97	-
Khatupati Energy Limited	-	67.26
Mecha Cast International	60.06	55.93
Saket Family HUF	8.50	5.31
Shri Enterprise	43.94	41.70
Shree Vinay Finvest Private Limited	373.60	338.73
Yantriki	48.62	79.01
Swift & Company	57.94	55.22
Subh Enterprise	3.30	53.54
West Sintex	42.13	39.65
<b>Logistics and Handling Charges</b>		
MSP Mines & Minerals Limited	49.56	35.40
MSP Sponge Iron Limited	287.86	630.72
<b>Repayment of Loans &amp; Advances</b>		
Orbit Dealcom Private Limited	10.00	13.00
Gajgamini Vinimay Private Limited	-	10.43
Procheta Consultants Private Limited	-	2,001.21
<b>Allotment of Equity Shares against Unsecured Loan</b>		
Dexo Trading Private Limited	1,617.00	-
Ginny Traders Private Limited	2,700.00	-
Ilex Private Limited	1,442.00	-
Jaik Leasing And Commercial Investment Limited	915.00	-
M.A. Hire Purchase Private Limited	560.00	-
Procheta Consultants Private Limited	2,687.21	-
Sampat Marketing Co. Private Limited	2,134.00	-
Sikhar Commodity Trade Private Limited	740.59	-
<b>Loans &amp; Advances Given (Closing Balance)</b>		
Subh Enterprise	2.62	-
<b>Trade Receivable (Closing Balance)</b>		
Admirable Realtors Private Limited	-	0.31
Howrah Gases Limited	9.54	-
Indoves Industrial Private Limited	739.24	480.75
<b>Advance Received (Closing Balance)</b>		
Admirable Realtors Private Limited	0.09	-
<b>Trade Payable (Closing Balance)</b>		
Bharat Earth Mover	10.22	9.90
Ekta Agrawal	0.94	0.86
Mayur Media Services Private Limited	3.02	0.32
Inertia Enterprise	2.44	4.65
Ginny Traders Private Limited	3.19	1.45
Howrah Gases Limited	-	4.43
Jagran Vyapaar Private Limited	3.73	-
Jaik Leasing And Commercial Investment Limited	5.99	5.76

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 41. Related Party Disclosures (Contd..)

(₹ in Lakhs)

Nature of Transactions (including taxes & duties where ever applicable)	Total	
	2024-25	2023-24
Khatupati Energy Limited	-	6.19
M.A. Hire Purchase Private Limited	2.96	2.70
Mecha Cast International	4.76	4.64
Richa Agrawal	0.71	0.65
Saket Family HUF	0.81	0.58
Shri Enterprise	4.47	2.35
Shree Vinay Finvest Private Limited	61.13	1,161.38
Sidhsilver InfraproPERTIES Private Limited	17.91	15.92
Subh Enterprise	-	3.20
Yantri	5.17	5.91
West Sintex	3.83	3.25
Swift & Company	5.45	4.41
MSP Mines & Minerals Limited	2.06	2.90
Veena Vyapaar Private Limited	6.48	-
MSP Sponge Iron Limited	2,636.52	2,886.43
<b>Loans Taken (Closing Balance)</b>		
Dexo Trading Private Limited	-	1,617.00
Ginny Traders Private Limited *	0.00	2,700.00
Ilex Private Limited	81.60	1,522.00
Jaik Leasing And Commercial Investment Limited *	0.00	915.00
M.A. Hire Purchase Private Limited	-	560.00
Orbit Dealcom Private Limited	41.67	51.67
Gajgarni Vinimay Private Limited	80.00	80.00
Procheta Consultants Private Limited	153.00	2,837.21
Sampat Marketing Co. Private Limited	102.00	2,234.00
Sikhar Commotrade Private Limited	-	740.59
<b>Security Deposit Paid (Closing Balance)</b>		
Sidhsilver InfraproPERTIES Private Limited	60.00	60.00
<b>Investments (At Cost)</b>		
Howrah Gases Limited	15.91	15.91
M.A. Hire Purchase Private Limited	4,370.68	4,370.68
Jaik Leasing And Commercial Investment Limited	0.75	0.75
Madanpur South Coal Company Limited	131.96	131.96
MSP Sponge Iron Limited	49.50	49.50

\* Represents amounts less than ₹ 500/-

\*\* For the year ended March 31, 2025 the Group has paid/ provided managerial remuneration amounting to ₹ 274.11 lakhs to its directors which is in excess of the limit set under section 197 of the Companies Act, 2013. The Group proposes to seek approval of the shareholders by way of special resolution at the ensuing annual general meeting for waiver of recovery of such excess remuneration paid in terms of section 197(10) of the Companies Act, 2013.

Key Managerial Personnel and Relatives of Promoters who are under the employment of the Group are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

The Group has received personal guarantee from Puranmal Agrawal, Suresh Kumar Agrawal, Manish Agrawal & Saket Agrawal in relation to loan taken from banks having outstanding balance of ₹ 24,102.58 lakhs (PY ₹ 31,775.06 lakhs).

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 41. Related Party Disclosures (Contd..)

### Terms and Conditions of transactions with Related Parties

The transactions with Related Party are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding Balances at the year end are unsecured and settlement occurs in cash for the year ended 31<sup>st</sup> March, 2025 (except for the transactions mentioned in Note 15.1.(b)), the Group has recorded the receivable relating to amount due from Related Parties. This assessment is undertaken each Financial Year through examining the Financial position of the Related Parties and the market in which the Related Party operates.

In respect of the above parties, there is no provision for doubtful debts as on 31<sup>st</sup> March 2025 and no amount has been written off or written back during the year in respect of debt due from/to them.

## 42. Segment information

As the Group's business activity falls within a single significant primary business segment i.e. "Manufacturing/ Trading of Iron & Steel Products", no separate segment information is disclosed. These, in the context of Ind AS 108 on "Operating Segments" are considered to constitute one segment and hence, the Group has not made any additional segment disclosures.

The information relating to revenue from external customers and location of non-current assets of its single reportable segment has been disclosed as below:

Revenue from external customers	2024-25	2023-24
India	2,87,997.77	2,83,999.38
Outside India	245.27	1,467.34
<b>2,88,243.04</b>	<b>2,85,466.72</b>	

Non-Current Assets *	2024-25	2023-24
India	79,679.72	81,705.19
Outside India	-	-
<b>79,679.72</b>	<b>81,705.19</b>	

\* excludes financial assets, deferred tax, current tax assets, post-employment benefit assets and Investment in Joint Venture.

### Information about major customers

Total amount of revenues from customers (each exceeding 10% of total revenues of the Group) is ₹ Nil (Previous Year ₹ Nil Lakhs).

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 43. Assets pledged as security

The carrying amounts of assets pledged as security are:

(₹ in Lakhs)

Particulars	Refer Note No.	2024-25	2023-24
<b>For Term Loan</b>			
<b>First Charge</b>			
<b>Equitable Mortgage</b>			
(a) Land	3(a)	941.36	941.36
(b) Factory Building	3(a)	7,492.71	7,922.50
(c) Other Building	3(a)	4,932.92	5,122.57
(d) Intangible Assets	3(c)	48.77	-
<b>First Hypothecation</b>			
Plant & Machinery, Vehicle, Office Equipment and Furniture & Fixtures	3(a)	65,517.55	67,640.02
<b>Second Charge</b>			
(a) Inventories	8	47,438.72	49,047.32
(b) Financial Assets			
(i) Trade Receivables	9	7,389.24	7,008.39
(ii) Cash and Cash equivalents	10	376.06	2,578.12
(iii) Bank Balances other than (ii) above	11	1,618.86	2,107.54
(iv) Other Financial Assets	5	30.87	34.26
(c) Other Current Assets	12	9,042.69	12,248.12
<b>Total Assets Pledged against Term Loan</b>		<b>1,44,829.75</b>	<b>1,54,650.20</b>
<b>For Cash Credit</b>			
<b>First Charge</b>			
(a) Inventories	8	47,438.72	49,047.32
(b) Financial Assets			
(i) Trade Receivables	9	7,389.24	7,008.39
(ii) Cash and Cash equivalents	10	376.06	2,578.12
(iii) Bank Balances other than (ii) above	11	1,618.86	2,107.54
(iv) Other Financial Assets	5	30.87	34.26
(c) Other Current Assets	12	9,042.69	12,248.12
<b>Second Charge</b>			
(a) Property, Plant and Equipment	3(a)	78,884.54	81,626.45
(b) Intangible Assets	3(c)	48.77	-
<b>Total Assets Pledged against Cash Credit</b>		<b>1,44,829.75</b>	<b>1,54,650.20</b>

## 44. Group Information

The Consolidated Financial Statements relate to MSP Steel & Power Limited ('the Holding Company'), its subsidiaries and its jointly controlled entity (collectively referred to as 'Group'). The details are given below :

(₹ in Lakhs)

Name of Company	Place of Incorporation	Relation	Proportion of Interest 2024-25	Proportion of Interest 2023-24
<b>Indian Subsidiaries</b>				
MSP Cement Ltd	India	Wholly Owned Subsidiary	100%	100%
Prateek Mines & Minerals Private Limited	India	Subsidiary	63.69%	63.69%

## Joint Venture

The Holding Company has a 14.90% interest in Madanpur South Coal Company Ltd. (Previous Year - 14.90%)

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March, 2025

## 45. Disclosure of additional information pertaining to the Parent Company, Subsidiaries, and Joint Venture in respect of Net Assets:

(₹ in Lakhs)

Entity Name	2024-25		2023-24	
	% of Consolidated Assets	Amount	% of Consolidated Assets	Amount
<b>Holding Company</b>				
MSP Steel & Power Limited	99.67	97,604.95	99.50	57,972.03
<b>Indian Subsidiaries</b>				
MSP Cement Limited	0.00	3.00	0.05	26.77
Prateek Mines & Minerals Private Limited	0.05	50.47	0.14	80.50
Non Controlling Interest in Subsidiary	0.03	28.76	0.05	29.23
<b>Joint Venture</b>				
Madanpur South Coal Company Ltd	0.45	442.91	0.75	437.89
Consolidation Adjustments	(0.20)	(199.29)	(0.49)	(283.56)
<b>Total</b>		<b>97,930.80</b>		<b>58,262.86</b>

## 46. Disclosure of additional information pertaining to the Parent Company, Subsidiaries, and Joint Venture in respect of Share of Profit / (Loss), Other Comprehensive Income (OCI) and Total Comprehensive Income (TCI):

(₹ in Lakhs)

Entity Name	Share of Profit		OCI		TCI	
	As at 31 <sup>st</sup> March 2025	%	As at 31 <sup>st</sup> March 2025	%	As at 31 <sup>st</sup> March 2025	%
<b>Holding Company</b>						
MSP Steel & power Limited	(2,870.98)	101.24	167.70	100.00	(2,703.28)	101.31
<b>Indian Subsidiaries</b>						
MSP Cement Limited	(23.76)	0.84	-	-	(23.76)	0.89
Prateek Mines & Minerals Private Limited	(0.81)	0.03	-	-	(0.81)	0.03
Non Controlling Interest in Subsidiary	(0.46)	0.02			(0.46)	0.02
<b>Joint Venture</b>						
Madanpur South Coal Company Ltd.	5.03	(0.18)	-	-	5.03	(0.19)
Consolidation Adjustments	55.04	(1.94)	-	-	55.04	(2.06)
<b>Total</b>	<b>(2,835.94)</b>	<b>100.00</b>	<b>167.70</b>	<b>100.00</b>	<b>(2,668.24)</b>	<b>100.00</b>

(₹ in Lakhs)

Entity Name	Share of Profit		OCI		TCI	
	As at 31 <sup>st</sup> March 2024	%	As at 31 <sup>st</sup> March 2024	%	As at 31 <sup>st</sup> March 2024	%
<b>Holding Company</b>						
MSP Steel & Power Limited	1,438.90	100.30	(196.40)	100.00	1,242.50	100.34
<b>Indian Subsidiaries</b>						
MSP Cement Limited	(1.97)	(0.14)		-	(1.97)	(0.16)
Prateek Mines & Minerals Private Limited	(2.16)	(0.15)		-	(2.16)	(0.17)
Non Controlling Interest in Subsidiary	(1.23)	(0.09)		-	(1.23)	(0.10)

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 46. Disclosure of additional information pertaining to the Parent Company, Subsidiaries, Associate and Joint Venture in respect of Share of Profit / (Loss), Other Comprehensive Income (OCI) and Total Comprehensive Income (TCI): (Contd..)

(₹ in Lakhs)

Entity Name	Share of Profit		OCI		TCI	
	As at 31 <sup>st</sup> March 2024	%	As at 31 <sup>st</sup> March 2024	%	As at 31 <sup>st</sup> March 2024	%
<b>Joint Venture</b>						
Madanpur South Coal Company Limited	1.09	0.08	-	-	1.09	0.09
Consolidation Adjustments	0.01	0.00	-	-	0.01	0.00
<b>Total</b>	<b>1,434.64</b>	<b>100.00</b>	<b>(196.40)</b>	<b>100.00</b>	<b>1,238.24</b>	<b>100.00</b>

## 47 Investment in Joint Venture

The Group has a 14.90% interest in Madanpur South Coal Company Ltd (Previous Year - 14.90%). The joint venture is incorporated in India. The Group's interest in joint venture is accounted for using the equity method in the consolidated financial statements.

The following table illustrates the aggregate financial information relating to joint ventures as required by Ind AS

(₹ in Lakhs)

Particulars	As at	As at
	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024
Current Assets	499.72	495.99
Non Current Assets	110.48	83.98
Current Liabilities	(0.63)	(3.09)
Non Current Liabilities	(12.03)	(13.08)
Equity	(597.54)	(563.80)
Proportion of Group's Ownership Interest	14.90%	14.90%

(₹ in Lakhs)

Particulars	As at	As at
	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024
Revenue (Including Other Income)	37.30	51.21
Employee Benefit Expenses	(2.28)	(2.28)
Other Expenses	(2.20)	(9.53)
<b>Profit Before Tax and Exceptional Item</b>	<b>32.82</b>	<b>39.40</b>
Exceptional Item	-	17.30
Income Tax Expense	(0.91)	14.77
<b>Profit After Tax</b>	<b>33.73</b>	<b>7.33</b>
Other Comprehensive Income	-	-
<b>Total Comprehensive Income</b>	<b>33.73</b>	<b>7.33</b>
<b>Group's Share of Profit for the year</b>	<b>5.03</b>	<b>1.09</b>
<b>Group's Share of Other Comprehensive Income for the year</b>	<b>-</b>	<b>-</b>
<b>Group's Share of Total Comprehensive Income for the year</b>	<b>5.03</b>	<b>1.09</b>

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

**48** The Holding Company has filed quarterly returns or statements with the banks in lieu of the sanctioned working capital facilities, which are in agreement with the books of account other than those as set out below.

## For the Year Ended 31<sup>st</sup> March'25

Particulars	Quarter Ended	Amount Disclosed as per Quarterly Statement**	Amount as per Books of accounts**	Difference	Reason For Variance
Consortium of Banks led by State Bank of India	June 30, 2024	38,462.65	46,363.62	-7,900.97	Note -1
	September 30, 2024*	36,762.36	43,548.51	-6,786.14	
	December 31, 2024*	35,461.46	38,161.46	-2,700.00	
	March 31, 2025*	35,174.29	37,537.97	-2,363.69	

\* As per the revised stock statements submitted to banks.

## For the Year Ended 31<sup>st</sup> March'24

Particulars	Quarter Ended	Amount Disclosed as per Quarterly Statement**	Amount as per Books of accounts**	Difference	Reason For Variance
Consortium of Banks led by State Bank of India	June 30, 2023	36,189.34	45,403.22	-9,213.88	Note -1
	September 30, 2023	34,666.79	48,342.83	-13,676.04	
	December 31, 2023	32,927.50	46,346.02	-13,418.52	
	March 31, 2024	33,078.23	44,933.19	-11,854.97	

**Note 1** – As per the terms of the sanction letter, the amount of advances and stores & spares has been restricted for computing the Drawing Power calculation for the monthly stock statements. Accordingly, the Holding Company has submitted the figures in quarterly statements in abidance with the above restrictions.

\*\* This is computed by considering the following :

Inventory+Trade Receivables+Advances Given to suppliers–Trade Payables–Advances Received from customers"

## 49 Other Statutory Information

- The Group has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and intangible assets during the current and previous financial year.
- The Group has not given any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment granted to promoters, directors, KMPs and related parties.
- The Group has used borrowings from banks and financial institutions for the specific purpose for which it was obtained.
- The Group does not have any Benami property. Further, there are no proceedings initiated or are pending against the Group for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- The Group does not have transactions with any struck off companies during the current and previous financial year.
- The Group has not traded or invested in Crypto currency or Virtual Currency during the current and previous financial year.
- The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries); or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

# Notes to the Consolidated Financial Statements

for the year ended 31<sup>st</sup> March,2025

## 49 Other Statutory Information (Contd..)

- (h) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
  - (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or
  - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (i) The Group have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (j) The Group has not been declared as a wilful defaulter by any bank or financial institution or government or any government authority.
- (k) The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

**50** The Holding Company, subsidiary companies and its joint venture incorporated in India has used accounting softwares for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares, except that in case of Holding Company in case of one accounting software which is operated by a third-party software service provider to capture incentive points of the dealers, Service Organisation Controls 1 type 2 report is not available, hence the Holding Company is unable to determine whether audit trail feature of the said software was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature being tampered with.

Further, in respect of software other than operated by third-party software service provider, no instance of audit trail feature being tampered with was noted.

Additionally, the audit trail has been preserved by the holding company, subsidiary companies and joint venture as per the statutory requirements for record retention for the software whose audit trail feature was enabled.

**51** The financial statements for the year ended March 31,2025 were approved by the Board of Directors and authorised for issue on May 30, 2025.

**52** The previous year's figures have been regrouped, rearranged and reclassified to conform to the classification of the current year, wherever necessary.

### As per our report of even date:

**For Singhi & Co.**

Chartered Accountants

Firm Registration No.-302049E

**Shrenik Mehta**

Partner

Membership No.-063769

Kolkata, 30<sup>th</sup> May, 2025

### For and on behalf of Board of Directors

**Suresh Kumar Agrawal**

Chairman

DIN - 00587623

**Manish Agrawal**

Joint Managing Director

DIN - 00129240

**Kamal Kumar Jain**

Chief Financial Officer

**Shreya Kar**

Company Secretary

Mem No. A41041

## Notes:





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