



ASHIANA ISPAT LIMITED

(An ISO 9001-2015 Company)

Manufacturer: Kamdhenu TMT Bars



2021-22

ANNUAL REPORT



Corporate Information

BOARD OF DIRECTORS

Shri Naresh Chand	-	Chairman
Shri Puneet Jain	-	Managing Director
Smt Anu Bansal	-	Whole - Time Director
Shri Shashank Jain	-	Independent Director
Shri Nitin Jain	-	Independent Director
Shri Bharat Monga	-	Independent Director
Smt. Shruti Jain	-	Independent Director

STATUTORY AUDITORS

M/s D V Aggarwala & Co. LLP
Chartered Accountants
22, Arya Samaj Road Sri
Ganganagar, Rajasthan
335001

INTERNAL AUDITOR

Mrs. Ashita Jain
Company Secretary

COST AUDITOR

M/s Mithlesh Gupta & Co.

SECRETARIAL AUDITOR

M/s Bir Shankar & Co.
G-3/5 & 6, III Floor, Sec - 16, Rohini,
New Delhi - 110089

BANKERS

State Bank of India
G -29 TO G-34, PLOT NO. 1,2,3 NDM-II,
NETAJI SUBHASH PLACE
PITAMPURA, NEW DELHI-110034

Yes Bank Ltd
Ground Floor, C-66,
Kirti Nagar, New Delhi- 110015

CORPORATE OFFICE

908-910, Pearl Best Height-II,
Netaji Subhash Place,
Pitampura, New Delhi- 110034

COMPANY SECRETARY & COMPLIANCE OFFICER

Harun Rashid Ansari

REGISTERED OFFICE & WORK

A-1116, Phase-III, RIICO Industrial
Area, Bhiwadi-301019, Distt. Alwar
(Rajasthan) E-mail : ail@ashianaipat.in

REGISTRAR AND SHARE TRANSFER AGENT

Link Intime India Private Ltd.
Noble Heights, 1st floor,
Plot No NH-2, C-1 Block, LSC,
Near Savitri Market, Janakpuri,
New Delhi - 110058
Tel : 011 - 4141 0592/93/94

CONTENT	PAGE NO.
CHAIRMAN'S SPEECH	1
NOTICE	3
DIRECTORS' REPORT	18
ANNEXURE TO DIRECTORS' REPORT	29
CORPORATE GOVERNANCE	36
SECRETARIAL AUDIT REPORT	54
EXTRACT OF ANNUAL RETURN	58
MANAGEMENT DISCUSSION & ANALYSIS	67
INDEPENDENT AUDITORS' REPORT	70
BALANCE SHEET	75
STATEMENT OF PROFIT & LOSS	83
CASH FLOW STATEMENT	90
NOTES ON ACCOUNTS	92



Chairman Speech

Dear Shareowners,

It gives me immense pleasure to extend a warm welcome to you all to the 30th Annual General Meeting of your company.

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circulars issued by the Ministry of Corporate Affairs, AGM is being held through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Before I speak to you about the performance of your company, let me briefly highlight the economic scenario in which your Company is operating.

The Indian steel market has started showing signs of recovery after being hit hard by the COVID-19 pandemic and subsequent lockdowns. This sector has been relatively been more vibrant and has been growing at a CAGR of about 6- 7% year-on-year.

With recovering trend in iron and steel sector overall financial performance of your company has been better in comparison to the previous year performance. Yours company Ashiana achieved Gross revenue for the year ended March 31, 2022, rose 48.74% to Rs.43899.30 Lacs, compared with Rs.29514.69 Lacs in the corresponding period of previous year. Consolidated total income for the quarter ended March 31, 2022, was up 8.92% to Rs.156.67 Lacs compared with Rs.143.83 Lacs in the corresponding period of the previous year.

Demand of the TMT Bar picked up from the second quarter and further improved in the second half of the financial year. Increased demand for KAMDHENU brand TMT Bar enabled us to scale up production. Your Company continuously working on adoption of improved technology and better logistic support to the consumer. Among the secondary steel producers in the RIICO Industrial Area, we are the first to bring in automation and several other innovations that set new benchmarks for the industry, Ashiana has always been a pioneer in adapting to technological advancements.

Steel is an essential commodity. In terms of modern infrastructure, TMT steel bars are significant products. At present times, there are many construction projects happening around us, such as dams and bridges that need low-cost reinforcement bars. Such construction projects and governmental support for steel production have been driving the TMT steel bars market.

The investment focussed Union Budget 2022 and the growth supportive measures taken by the Government viz. increased allocations for capital expenditure under the NIP, the expanded production-linked incentives (PLI) scheme, FDI policy, and the ease of doing business will only reinforce the process of economic revival. The support by a credit expansive interest regime will provide further fillip to the investment climate.

The major impact of Covid-19 on financial position of the company is being seen in the form of increase in Days Sales Outstanding (DSO) ratios. Your management is regularly in touch with debtor and pursuing them to clear their dues. We are getting better response from debtor as their business is also recovering from the impact of Covid-19 pandemic. We have optimistic approach to deal with the challenges thrown by the pandemic time. Apart from the



enhancement of production and increasing the market share by launching **KAMDHENU NXT AND KAY2 XENOX** we are giving proper attention in bringing Days Sales Outstanding (DSO) ratios within the standard bench mark of the industry.

We have taken a variety of initiatives over the years to promote our market shares in the entire NCR of Delhi and further planning to gradually utilise the enhanced production capacity. Ashiana Ispat is planning for a lengthy period of subdued economic activity. However, we remain optimistic that we will rise to the challenge of COVID and continue to prosper.

We are hopeful that the measure taken by us will improve the overall performance of the company.

Acknowledgement

On behalf of the Board of Directors, I sincerely thank the shareholders, customers and all stakeholders for their continued support in the Company's future endeavours. I would like to place on record the sincerity, hard work, commitment and dedication of the employees.

Dear shareholders, as we all know India has celebrated the 75 glorious years of being an Independent country which is a matter of pride and honour for all of us. As we all know India is constantly changing since the times of attaining Independence in the year 1947 and a new world is unfolding. In this regard it is very much imperative for all of us to put our collective efforts in shaping the destiny of our motherland, to make our nation a world leader in the global economy that will help us collectively creating a better tomorrow for our future generations. Azadi ka Amrit Mahotsav, as we all are celebrating this year, implies that we all should rise up and play our part individually as well as collectively so that our ideas and efforts will translate into definitive actions for making India a global leader.

I also express my sincere thanks to State Bank of India, Yes Bank and Institutions for the support and coordination given to the company regularly. It will certainly be our endeavour to put in our best efforts for sustained growth, expansion and prosperity of the Company benefitting all stakeholders.

I look forward to seeing you in person at the next year AGM.
Thank you and Jai Hind !

Naresh Chand
Chairman
DIN: 00004500



NOTICE

Notice is hereby given that the 30th Annual General meeting of the shareholders of Ashiana Ispat Limited ('AIL' or the 'Company') will be held on Friday, 30th day of September 2022 at 11.00 a.m. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility to transact the following:

ORDINARY BUSINESS:

1. To consider and adopt the standalone financial statements of the Company for the financial year ended 31st March 2022, together with the Directors' and Auditors' Reports thereon.
2. To appoint a director in place of Mr. Naresh Chand (DIN: 00004500), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.
3. To appoint M/s. S. Singhal and Co., Chartered Accountants, as Auditors of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), M/s. S. Singhal and Co. ., Chartered Accountants, E-127, Industrial Area, Bhiwadi, Alwar, Rajasthan-301019 (Firm Registration No.: 001526C) be and are hereby appointed as Statutory Auditor of the Company in place of M/s. D V Aggarwala & Co. LLP , Chartered Accountants (Firm's Registration No. 001263C/C400022), the retiring statutory auditor, to hold the office from the conclusion of the 30th Annual General Meeting until the conclusion of the 35th Annual General Meeting of the Company to be held in the year 2027 without any further confirmation/ratification/ approval at subsequent Annual General Meeting of the company at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS:

4. **To consider and, if thought fit, to pass, with or without modification(s), the following Special Resolution for appointment of Mr. Rajesh Kumar Pal (DIN: 01335492) as an Independent Director for a period of 5 (Five) years effective from September 30, 2022**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s), or re-enactment thereof for the time being in force), Regulations 17 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Rajesh Kumar Pal (DIN 01335492), who was appointed as an Additional Director (Independent) of the Company in terms of Section 161 of the Act, by the Board of Directors in their meeting held on 2nd September, 2022 and who holds office up to the date of this Annual General Meeting (AGM) and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby



appointed as an Independent Director of the Company to hold office for 5 consecutive years from the date of this AGM up to the conclusion of the 35th AGM of the Company to be held in respect of Financial Year ending 31st March, 2027.”

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and rules made there under [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Sh. Rajesh Kumar Pal be paid such fees and commission as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time”.

5. Ratification of M/s. Mithlesh Gupta & Co., Cost Auditors’ remuneration

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed thereunder (including any statutory modification(s) or re-enactments thereof, for the time being in force) the consent of the Company be and is hereby accorded for payment of remuneration of Rs.25,000/- (Rupees Twenty five thousand only) plus applicable taxes and out of pocket expenses for conducting audit of the cost records of the Company for the financial year 2022-23 as may be applicable to the Company to M/s. **Mithlesh Gupta & Co.**, Cost Accountants who were appointed as Cost Auditors of the Company by the Board of Directors at its meeting held on May 30, 2022”.

Registered Office:

**A-1116, Phase-III, RIICO Industrial Area,
Bhiwadi-301019, District- Alwar, Rajasthan
Date: September 02, 2022**

By Order of the Board

**Naresh Chand
Chairman
DIN: 00004500**

Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020, 13 April 2020 and further extended by MCA vide circular dated May 05, 2022(collectively referred to as 'MCA Circulars') and SEBI circular dated 12 May 2020, which was also simultaneously extended by the circular NO. SEBI/HO/DDHS/DDHS_Div2/P/CIR/2022/079 dated June 03, 2022 permitted to hold the Annual General Meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue till December 31, 2022. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM, hereinafter called as 'e- AGM'.
2. The deemed venue for 30th e-AGM shall be the registered office of the Company
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this e-AGM is being held pursuant to the MCA Circulars



through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through its registered e-mail address to company1956@gmail.com with copy marked to csharun@gmail.com and enotices@linkintime.co.in.
5. Statement pursuant to section 102 of the Act forms part of this Notice.
6. Brief details of the directors, who are seeking appointment/re-appointment, are annexed hereto as per requirements of regulation 36(3) of the Listing Regulations and as per provisions of the Act.
7. Members can cast their vote online from 27th September 2022 (9.00 A.M.) till 29th September 2022 (5.00 P.M.). Voting beyond the said date shall not be allowed and the remote e-voting facility shall be blocked.
8. The facility of joining the e-AGM through VC/OAVM will be opened 15 minutes before and will be open up to 15 minutes after the scheduled start time of the e-AGM, i.e. from 10.45.00 A.M morning and will be available for 1,000 members on a first-come first-served basis. This rule would however not apply to participation of shareholders holding 2% or more shareholding, promoters, institutional investors, directors, key and senior managerial personnel, auditors etc.
9. Institutional Investors, who are members of the Company are encouraged to attend and vote at the 30th e- AGM of the Company.
10. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company. Members are requested to keep the same updated.
11. SEBI has mandated the submission of Permanent Account Number (PAN) by every person dealing in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or Share Transfer Registrar of Company.
12. In terms of section 101 and 136 of the Act, read together with the Rules made there under, the listed companies may send the notice of annual general meeting and the annual report, including Financial Statements, Board Report etc. by electronic mode. Pursuant to the said provisions of the Act read with MCA Circulars, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website at www.ashianaipat.in website of the Stock Exchanges i.e. BSE Ltd. and website of Link Intime India Pvt. Ltd. i.e. <https://instavote.linkintime.co.in>.
13. To receive shareholders' communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/update their e-mail address with their respective depository participant, where shares are held in electronic form. Where shares are held in physical form, members are advised to register their e-mail address with our Share Transfer Registrar.
14. Further, those members who have not registered their e-mail addresses and mobile nos. and in consequence could not be served the Annual Report and Notice of e-AGM. To avail this facility, such shareholders are required to go through the following link to register their email IDs, mobile numbers and bank account details. Click here:



https://linkintime.co.in/emailreg/email_register.html Members are requested to support our commitment to environmental protection by choosing to receive the Company's communication through e-mail going forward. Members are requested to respond to their messages and register their e-mail id and support the green initiative efforts of the Company.

15. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
16. SEBI vide its notification dated 8 June 2018 as amended on 30 November 2018, has stipulated that w.e.f. 1 April 2019, the transfer of securities (except transmission or transposition of shares) shall not be processed, unless the securities are held in the dematerialized form. The Company has complied with the necessary requirements as applicable, including sending of letters to shareholders holding shares in physical form and requesting them to demat their physical holdings.
17. To comply with the above mandate, members who still hold share certificates in physical form are advised to dematerialise their shareholding to also avail of numerous benefits of dematerialisation, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
18. The Register of Members and Shares Transfer Books of the Company will remain closed from 24th September, 2022 to 30th September, 2022 (both days inclusive) for the purpose of AGM. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the e-AGM.
19. The Company has been maintaining, inter alia, the following statutory registers at its registered office at RIICO Industrial Area, Bhiwadi, Alwar, Rajasthan Register of contracts or arrangements in which directors are interested under section 189 of the Act. Register of Directors and Key Managerial Personnel and their shareholding under section 170 of the Act. In accordance with the MCA circulars, the said registers shall be made accessible for inspection through electronic mode, which shall remain open and be accessible to any member during the continuance of the meeting.
20. For ease of conduct, Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker ("Registered speakers") by sending their request in advance at least 7 (seven) days prior to meeting i.e. Friday, 23rd September 2022 mentioning their name, demat account number/folio number, e-mail ID, mobile number at atinstameet@linkintime.co.in or ail@ashianaispat.in.
21. Pursuant to section 72 of the Act, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 (a copy of which is available on the website of the Company) with the Company's share transfer agent. In respect of shares held in electronic/demat form, the members may please contact their respective depository participant account no./Folio no., e-mail Id, mobile number etc. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the meeting.
22. For more details on shareholders' matters, please refer to the chapter on General Shareholder Information, included in the Annual Report.
23. Since the meeting will be conducted through VC/OAVM facility, the Route Map is not annexed in this Notice.
24. In case a person has become a member of the Company after dispatch of AGM Notice, but on or before the cut-off date for e-voting, i.e., Friday, 23rd September 2022, such person may obtain the User ID and Password from Intime by e-mail request on enotices@linkintime.co.in.

**25. PROCEDURE FOR REMOTE E-VOTING****Instructions for shareholders to vote electronically:**

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ul style="list-style-type: none">• If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password.• After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.• If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp• Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or



	joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	<ul style="list-style-type: none"> Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.
Individual Shareholders (holding securities in demat mode) & login through their depository participants	<ul style="list-style-type: none"> You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.	<p>1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in</p> <p>► Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -</p> <p>A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company.</p> <p>B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</p> <p>C. DOB/DOI: Enter the Date of Birth (DOB) / Date of</p>