

ANNUAL REPORT 2020 - 2021

BOARD OF DIRECTORS

Shalin A. Shah	Managing Director
Ashok C. Shah	Director
Payal P. Pandya	Independent Director
Chitra J. Thaker	Independent Director (upto 2 nd July, 2021)

AUDITORS

M/s. Sunil Poddar & Co.
Chartered Accountants
1301-1303, Addor Aspire,
Nr. Jhanvi Restaurant,
University Panjarapole Road,
Ambawadi, Ahmedabad.

REGISTERED OFFICE

7th Floor, Ashoka Chambers,
Opposite HCG Hospital,
Mithakhali Six Roads,
Mithakhali,
Ahmedabad-380006.

REGISTRAR & SHARE TRANSFER AGENTS

Bigshare Services Private Limited
1st floor, Bharat Tin works Building, Opposite
Vasant Oasis, Marol Maroshi Road, Marol,
Andheri (East), Mumbai – 400059.

ROAD MAP TO AGM VENUE

The AGM will be held through video conferencing.

NOTICE

Notice is hereby given that **12th Annual General Meeting of Ashoka Metcast Limited** will be held on Thursday, 30th Day of September, 2021 at 3:30 p.m. through Video Conferencing (VC)/other Audio-Visual Means (OAVM) to transact the following Business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2021 including audited Balance Sheet as at 31st March, 2021 and Statement of Profit and Loss and the cash flow statement for the year ended on that date and the Reports of the Directors and the Auditors thereon.
- To re appoint Mr. Ashok C. Shah (DIN: 02467830), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:**3. Approval of Related Party Transaction.**

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

“RESOLVED THAT, pursuant to the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions and rules thereto, and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such amendments as may be made therein, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into transactions as detailed hereunder with following Related Parties as defined under the Act for purchase/sale of goods, services and/or any other business activities during the financial year 2022-23.

Name of related party	Maximum Amount of transaction/s for Financial year 2022-23	Type of transaction
Rhetan Rolling Mills Private Limited	100 crores	Purchase/sale of goods, services and/or any other business activities
Lesha Industries Limited	100 crores	Purchase/sale of goods, services and/or any other business activities
Ashnisha Industries Limited	100 crores	Purchase/sale of goods, services and/or any other business activities
Gujarat Natural Resources Limited	100 crore	Purchase/sale of goods, services and/or any other business activities

“RESOLVED FURTHER that Mr. Shalin Ashok Shah, Managing Director and Mr. Ashok C. Shah, Director of the Company be and is hereby authorised to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this resolution.”

4. To issue and allot 1,42,86,000 fully convertible warrants on preferential basis to promoter/promoter group/non-promoters.

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

"RESOLVED THAT pursuant to the Section 42 and 62 and all other applicable provisions, if any of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("ICDR Regulations"), and any other

Rules/ Regulations & Guidelines, if any, prescribed by the Securities and Exchange Board of India, Stock Exchanges and/or any other statutory or regulatory authority whether in India or abroad, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Listing Agreements entered into by the Company with the Stock Exchanges where the securities of the Company are listed, SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendment thereof and subject to the approval(s) consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s) and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (herein after referred to as 'the Board'), the consent and approval of the members of the Company be and is hereby granted to the Board to offer, issue and allot on a preferential basis 1,42,86,000 convertible warrants of face value of Rs. 10/- each at a price of Rs. 10/- per Warrant at cash aggregating to Rs. 14,28,60,000/- and that each convertible warrant be converted in one or more tranches into one equity share of the Company of face value of Rs. 10/- each at a price of Rs. 10/- per share, on such terms and conditions as may be decided and deemed appropriate by the Board at the time of issue or allotment to the below mentioned Proposed Allottees and in terms of Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018:

Sr. No.	Name of Proposed Allottees	Category (Promoter/Promoter Group/Non-Promoter)	No. of Convertible Warrants
1.	Shalin Ashok Shah	Promoter	36,90,000
2.	Payal Shalin Shah	Promoter group	12,06,000
3.	Leena Ashok Shah	Promoter group	19,02,000
4.	Ashok Chinubhai Shah	Promoter group	19,02,000
5.	Mita Harshul Shah	Non-Promoter	7,50,000
6.	Akhil H. Shah	Non-Promoter	7,50,000
7.	Shivaansh Estates Private Limited	Non-Promoter	14,88,000
8.	Tapan Sureshsinhji Desai	Non-Promoter	8,10,000
9.	Tiw Systems Private Limited	Non-Promoter	9,96,000
10	Aalps Commodities LLP	Non-Promoter	7,92,000
	Total		1,42,86,000

RESOLVED FURTHER THAT, the issue of convertible warrants, as above shall be subject to the following terms and conditions;

- i. An amount equivalent to 25 percent of the issue price of the Warrants shall be payable at the time of subscription of Warrants.
- ii. Upon exercise of the right to subscribe for Equity Shares, the warrant holders shall be liable to make the payment of balance sum, being 75 percent of the issue price, towards subscription to each Equity Share, as may be applied. The amount paid against Warrants shall be adjusted / set off against the issue price of the resultant Equity Shares.
- iii. As per Regulation 167(1) and (2) of the ICDR Regulations, the Convertible Warrants issued on preferential allotment basis to Promoter, Promoter Group and Non-Promoter shall be locked in for a period of 1 year from the date of allotment of such warrants.
- iv. The holder of Warrants will be entitled to apply for and be allotted, in one or more tranches, 1 (one) Equity Share of face value of Rs. 10/- each at a price of Rs. 10/- per share of the Company per warrant at any time before eighteen months from the date of allotment.
- v. In the event of entitlement attached to Warrants to subscribe for Equity Shares is not exercised within the period as mentioned above, the same shall lapse and the amount paid on the Warrants shall stand forfeited.
- vi. Upon receipt of the payment as above, the Board (or a Committee thereof) shall allot one Equity Share per warrant by appropriating Rs. 10/- towards Equity Share Capital.

- vii. The warrant holders shall also be entitled to any future issue of bonus / rights, if any, of Equity Shares or warrants convertible into Equity Shares or such other securities by the Company, in the same proportion and manner as any other shareholders of the Company for the time being and the Company shall reserve proportion of such entitlement for the warrant holders.
- viii. The warrant by itself does not give to the holder(s) thereof any rights of the shareholders of the Company.
- ix. The Equity Shares to be issued and allotted by the Company on exercise of the entitlement attached to Warrants in the manner aforesaid shall be in dematerialised form and subject to the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the then existing Equity Shares of the Company and be listed on stock exchanges where the Equity Shares of the Company are listed.

RESOLVED FURTHER THAT, in accordance with the provisions of ICDR Regulations, the “Relevant Date” for the preferential issue, for the purpose of determining the price of Convertible Warrants to be issued in terms hereof and resultant equity shares to be issued and allotted by the Company on exercise of the entitlement attached to Warrants shall be August 31, 2021, being the date 30 days prior to the date of this Annual General Meeting scheduled to be held on September 30, 2021.

RESOLVED FURTHER THAT, pursuant to the provisions of the Companies Act, 2013, the names of the proposed allottees be recorded for the issue of invitation to subscribe to the Convertible Warrants and a private placement offer letter in Form No.PAS-4 together with an application form be issued to the proposed allottees inviting them to subscribe to the Convertible Warrants, as per the draft tabled at the Meeting and duly initialled by the Chairman for the purpose of identification and consent of the members of the Company is hereby accorded to the issuance of the same to the Investor inviting them to subscribe to the Convertible Warrants.

RESOLVED FURTHER THAT the monies received by the Company from the allottees for application of the Convertible Warrants pursuant to this private placement shall be kept by the Company in a separate bank account.

RESOLVED FURTHER THAT, Convertible Warrants shall be issued and allotted by the Company to the above mentioned proposed allottees, in dematerialized form within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Convertible Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

RESOLVED FURTHER THAT, the Convertible Warrants to be offered, issued and allotted shall be subject to lock-in as provided under the provisions of SEBI Regulations and the Equity Shares so offered, issued and allotted will be listed subject to the receipt of necessary regulatory permissions and approvals.

RESOLVED FURTHER THAT, the Equity Shares to be issued and allotted in the manner aforesaid on conversion of Convertible Warrants shall rank pari-passu with the existing Equity Shares of the Company in all respects including as to dividend and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT, for the purpose of giving effect to this resolution, the board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose, including without limitation, to issue and allot Warrants/Equity Shares, issuing certificates/clarifications, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue), in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any fresh approval of the shareholders of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants/Equity Shares and utilization of proceeds of the Warrants/Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive in all respects.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary to give effect to the aforesaid

resolution and delegate all or any of the powers herein conferred by above resolution to any Director or to any Committee of Directors or any other executive(s)/officer(s) of the Company or any other person.”

Place: Ahmedabad
Date: August 24, 2021

For and on behalf of the Board

Sd/-
Ashok C. Shah
Director
DIN:02467830

**Annexure to the Notice of Annual General Meeting
Details of Directors seeking Reappointment in Annual General Meeting**

Name of the Director	Mr. Ashok C. Shah(DIN: 02467830)
Age (Yrs.)	77 years
Date of Birth	07/09/1944
Date of first appointment on the Board	23/10/2017
No. of Meetings of the Board attended during the year	Six
Brief Resume and expertise	Engineering and Administrative Degree. He has vast experience of more than 40 years in technical and administrative fields.
Designation	Director
Chairman/Member of the Committee of the Board of Directors of the Company	Member of Stakeholders' Relationship committee and Nomination And Remuneration Committee in Ashoka Metcast Limited. Member of Audit Committee and Nomination And Remuneration Committee in Gujarat Natural Resources Limited. Member of Stakeholders' Relationship committee in Lesha Industries Limited. Member of Stakeholders' Relationship committee in Ashnisha Industries Limited
No. of Shares held in the Company	5,00,000
Directorship in Other Listed Company	Gujarat Natural Resources Limited Lesha Industries Limited Ashnisha Industries Limited
Related to other directors	Mr. Ashok C. Shah and Mr. Shalin A. Shah are related as Father-Son. No other directors are related inter se.

Place: Ahmedabad
Date: August 24, 2021

For and on behalf of the Board

Sd/-
Ashok C. Shah
Director
DIN:02467830

Explanatory Statement as required under Section 102 of the Companies Act, 2013.**Item No. 3****Approval of Related Party Transaction.**

The Audit Committee and the Board of Directors of the Company, at their respective meetings held on August 24, 2021 has approved a proposal for entering into following related party transactions:

Name of Related Party	1. Rhetan Rolling Mills Private Limited 2. Lesha Industries Limited and 3. Ashnisha Industries Limited 4. Gujarat Natural Resources Limited
Name of Related Director or KMP	Mr. Ashok C. Shah, Mr. Shalin A. Shah, and Ms. Payal Pandya
Nature of relationship	Mr. Shalin A. Shah, Managing Director of the Company is also Managing Director of Gujarat Natural Resources Limited and is Director of Ashnisha Industries Limited, Rhetan Rolling Mills Private Limited and Lesha Industries Limited. Mr. Ashok C. Shah, Director of the Company is Managing Director of Ashnisha Industries Limited and Lesha Industries Limited and is Director of Rhetan Rolling Mills Private Limited and Gujarat Natural Resources Limited. Ms. Payal P. Pandya Independent Director of the Company is Independent Director in Lesha Industries Limited and Gujarat Natural Resources Limited.
Material terms, monetary value and particulars of the contract or arrangement;	The transaction between the parties will be in the nature of purchase/sale of goods, services and/or any other business activities. The amount of the transactions shall be as stated in the resolution and the same has to be paid as per the terms agreed by both the parties.
The Manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	The pricing is commensurate with the market value of the goods and shall be at arm's length.
Any other information relevant or important for the members to take a decision on the proposed resolution	N.A.

The transaction is Related Party Transaction and in terms of Section 188 of the Companies Act, 2013 and regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable rules there under prior approval of the Shareholders by way of Special Resolution is required.

Accordingly, your directors recommend the resolution at Item No. 3 for approval as Special resolution as set out in the notice of the meeting.

Except Mr. Shalin A. Shah, Managing Director and Mr. Ashok C. Shah and Ms. Payal Pandya Directors of the Company; Mrs. Leena A. Shah, Mrs. Payal S. Shah Relative of Director; Shalin A. Shah HUF, Lesha Ventures Private Limited and Ashnisha Industries Limited, Companies in which Director of the Company are Director/Member, none of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs are concerned or interested in the Resolution.

ITEM NO. 4 OF THE NOTICE**ISSUE AND ALLOT 1,42,86,000 FULLY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO PROMOTERS/PROMOTER GROUP/NON-PROMOTERS.**

It is proposed to issue 1,42,86,000 convertible warrants of Rs. 10/- each to be converted into 1,42,86,000 equity shares of Rs. 10/- each to below mentioned strategic investors:

Sr. No.	Name of Proposed Allottees	Category (Promoter/Promoter Group/Non-Promoter)	No. of Convertible Warrants
1.	Shalin Ashok Shah	Promoter	36,90,000
2.	Payal Shalin Shah	Promoter group	12,06,000
3.	Leena Ashok Shah	Promoter group	19,02,000
4.	Ashok Chinubhai Shah	Promoter group	19,02,000
5.	Mita Harshul Shah	Non-Promoter	7,50,000
6.	Akhil H. Shah	Non-Promoter	7,50,000
7.	Shivaansh Estates Private Limited	Non-Promoter	14,88,000
8.	Tapan Sureshinhji Desai	Non-Promoter	8,10,000
9.	Tiw Systems Private Limited	Non-Promoter	9,96,000
10	Aalps Commodities LLP	Non-Promoter	7,92,000
	Total		1,42,86,000

The Company has proposed to seek authorization of the Members of the Company in favour of the Board of Directors ("Board" which expression for the purposes of this resolution shall include any committee of Directors constituted by Board), as may be decided by the Board from time to time, without the need of any further approval from the Members, to enhance its equity base by way of a Preferential Issue, in accordance with the provisions of the Companies Act, 2013, the ICDR Regulations, SEBI (Substantial Acquisition of Shares and Takeovers) 2011 and the other applicable provisions of law, as amended from time to time, as set out in the special resolution at Item No. 4 of the accompanying Notice.

The aggregate value of present preferential allotment under consideration will be Rs. 14,28,60,000/- to be received in cash.

The equity shares of Company are listed on BSE Limited and are frequently traded in accordance with the ICDR Regulations. In terms of the applicable provisions of ICDR Regulations the price at which convertible warrants shall be allotted shall not be less than higher of the following:

(a) Average of the weekly high and low of the volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the Twenty Six (26) weeks preceding the Relevant Date; i.e. Rs. 3.94/- per warrant or

(b) Average of the weekly high and low of the volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the Two (2) weeks preceding the Relevant Date i.e. Rs. 4.45/- per warrant

The higher minimum issue price arrived at after calculating in the aforesaid manner has been considered as minimum issue price for the issue of Equity Shares.

The issue and allotment of the Convertible Warrant to the proposed allottees, conversion of warrants into equity shares, as well as Listing of those shares, will be in accordance with applicable laws including without limitation the ICDR Regulations, and any other Rules/Regulations/Guidelines, if any, prescribed by the Securities and Exchange Board of India, Stock Exchanges and/or any other statutory/regulatory authority whether in India or abroad, the Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with the Stock Exchanges; and

On subscription and/or exercise of entitlement attached to Warrant(s) to subscribe for Equity Share(s), the allottees will have rights accruing to it *pro rata* to its shareholding;

On conversion of warrant into equity shares, the proposed allottee will comply with the respective obligations as would attract in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The other disclosures in accordance with the Companies Act, 2013, the ICDR Regulations and the other applicable provisions of law, in relation to the Special Resolution set out in the accompanying Notice are as follows:

1. The objects of the Preferential Issue:

The Company proposes to make preferential issue of Convertible Warrants for consideration to be received in cash for below mentioned objects:

- i. To augment long term resources of the Company for current and future expansion,
- ii. Funding Working capital requirements, and;
- iii. Funding expenditure for General corporate purposes.

2. The total number of convertible warrants to be issued:

The Company proposes to issue 1,42,86,000 Convertible Warrants of face value Rs. 10/- each at a price of Rs. 10/- per Warrant, to be converted into 1,42,86,000 equity shares of Rs. 10/- each..

3. The price at which the allotment is proposed:

The issue price is Rs.10/- per warrant provided that the minimum price of warrants and resultant equity shares so issued shall not be less than the price arrived at, in accordance with Chapter V of the ICDR Regulations.

The equity shares of Company are listed on BSE Limited and are frequently traded in accordance with the ICDR Regulations. In terms of the applicable provisions of ICDR Regulations the price at which convertible warrants shall be allotted shall not be less than higher of the following:

(a) Average of the weekly high and low of the volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the Twenty Six (26) weeks preceding the Relevant Date; i.e. Rs. 3.94/- per warrant or

(b) Average of the weekly high and low of the volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the Two (2) weeks preceding the Relevant Date i.e. Rs. 4.45/- per warrant.

Valuation Report in this regard is availed from Keyur J. Shah, Registered Valuer.

The pricing of the convertible warrants and resultant equity shares to be allotted on preferential basis is Rs. 10/- per warrant which is not lower than the floor price determined in the manner set out above.

4. Relevant date with reference to which the price has been arrived at:

In accordance with the provisions of ICDR Regulations, the "Relevant Date" for the purpose of calculating the price of Warrants to be issued in terms hereof and resultant equity shares to be issued and allotted by the Company on exercise of the entitlement attached to Warrants shall be August 31, 2021, being the date 30 days prior to the date of this Annual General Meeting scheduled to be held on September 30, 2021.

5. The class or classes of persons to whom the allotment is proposed to be made:

The allotment is proposed to be made to Promoter, Promoter Group of the Company and also to Non-Promoters.

6. Intention/proposal of the promoters or directors or key managerial/management personnel of the Company to subscribe to the offer:

The details of allotment to be made to promoters/promoter group or directors or key managerial/management personnel of the Company are mentioned below:

Sr. No.	Name of Proposed Allottees	Category (Promoter/Promoter Group)	No. of Convertible Warrants
1.	Shalin Ashok Shah	Promoter	36,90,000
2.	Payal Shalin Shah	Promoter group	12,06,000

3.	Leena Ashok Shah	Promoter group	19,02,000
4.	Ashok Chinubhai Shah	Promoter group	19,02,000
	Total		87,00,000

None of the other promoters/promoter group, directors or key managerial/management personnel of the Company intends to subscribe to the offer.

7. The proposed time within which the Preferential Issue/allotment shall be completed:

The allotment of Convertible Warrants shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders provided that where the allotment is pending on account of pendency of any approval from any regulatory authority/body, the allotment shall be completed by the Company within a period of 15 days from the date of such approvals.

8. The names of the proposed allottees and the identity of the natural persons who are the ultimate beneficial owners of the Convertible Warrants proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the issuer consequent to the Preferential Issue:

Sr. No.	Names of the Proposed Allottees/Category	Ultimate Beneficial Owners	Shareholding			
			Pre Allotment/ Upon Allotment of convertible warrants but prior to conversion of Warrants		After conversion of entire Warrants into equity shares	
			No. of Shares	% of Holding	No. of Shares	% of Holding
1.	Shalin Ashok Shah	▪ Shalin Ashok Shah	18,55,000	17.32%	55,45,000	22.18%
2.	Payal Shalin Shah	▪ Payal Shalin Shah	100	0.00%	12,06,100	4.83%
3.	Leena Ashok Shah	▪ Leena Ashok Shah	5,59,700	5.23%	24,61,700	9.85%
4.	Ashok Chinubhai Shah	▪ Ashok Chinubhai Shah	5,00,000	4.67%	24,02,000	9.61%
5.	Mita Harshul Shah	▪ Mita Harshul Shah	0	0.00%	7,50,000	3.00%
6.	Akhil H. Shah	▪ Akhil H. Shah	0	0.00%	7,50,000	3.00%
7.	Shivaansh Estates Private Limited	▪ Mita Harshul Shah ▪ Harshul Kumarpal Shah	1,62,000	1.51%	16,50,000	6.60%
8.	Tapan Sureshsinhji Desai	▪ Tapan Sureshsinhji Desai	0	0.00%	8,10,000	3.24%
9.	Tiw Systems Private Limited	▪ Jayshree A. Mehta ▪ Malav A. Mehta	0	0.00%	9,96,000	3.98%
10.	Aalps Commodities LLP	▪ Rakesh B. Lahoti ▪ Rupa R. Nuwal	0	0.00%	7,92,000	3.17%

There will be no change in the control and composition of the management and Board of Directors of the Company consequent to the said Preferential Issue of convertible warrants to be converted into equity shares.

9. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has not made any other issue or allotment of securities on preferential basis during the year.

10. Valuation report of the registered valuer in case of allotment to be made for consideration other than cash:

Not Applicable

11. The pre issue and post issue shareholding pattern of the Company:

The shareholding pattern of the Company pre and post preferential allotment is given below:

Sr. No.	Category	No. of Shareholder	PAN	Pre Allotment/ Upon Allotment of convertible warrants but prior to conversion of Warrants		No. of Shareholder	After conversion of entire Warrants into equity shares	
				No. of Shares	% of Holding		No. of Shares	% of Holding
(A)	Promoters & Promoter Group							
(1)	Indian							
	Individual/HUF							
	Shalin Ashok Shah	1	AEQPS9910M	18,55,000	17.32	1	55,45,000	22.18
	Shalin A Shah HUF	1	AATHS7114N	17,95,000	16.76	1	17,95,000	7.18
	Payal Shalin Shah	1	AAAPN9171D	100	0.00	1	12,06,100	4.83
	Ashok Chinubhai Shah	1	AFGPS2827G	5,00,000	4.67	1	24,02,000	9.61
	Leena Ashok Shah	1	AFGPS2826H	5,59,700	5.23	1	24,61,700	9.85
	Sub Total (A)(1)	5		47,09,800	43.98	5	1,34,09,800	53.65
(2)	Bodies corporate							
	Ashnisha Industries Limited	1	AAJCA1606Q	100	0.00	1	100	0.00
	Lesha Ventures Private Limited (Formerly Lesha Agro Foods Private Limited)	1	AACCL1961A	100	0.00	1	100	0.00
	Sub Total (A)(2)	2		200	0.00	2	200	0.00
	Sub Total (A)	7		47,10,000	43.98	7	1,34,10,000	53.65
(B)	Public Holding							
1	Institutions							
	Mutual Funds / UTI							
	Financial Institution/Bank							
	Foreign Institutional Investor							
	Sub Total B (1)	0		0	0	0	0	0
2	Non Institutions							
	Bodies corporate	6		3,36,000	3.14	7	28,20,000	11.28
	More than 1 % of shareholding							
	Nopea Capital Services Private Limited	1	AADCN5382J	1,38,000	1.29	1	1,38,000	0.55
	Shivaansh Estates Private Limited	1	AANCS2485B	1,62,000	1.51	1	16,50,000	6.60

	TIW Systems Pvt. Ltd.	1	AACCT8303L	0	0	1	9,96,000	3.98
	Individual							
	Individual shareholders holding nominal share capital up to Rs. 2 Lakh	458		31,74,000	29.64	458	31,74,000	12.70
	Individual shareholders holding nominal share capital in excess of Rs. 2 Lakh	31		20,46,000	19.10	34	43,56,000	17.43
	More than 1 % of shareholding							
	Chandrakant Natubhai Chauhan	1	ATWPC1048B	300000	2.80	1	300000	1.20
	Chintan Birenbai Shah	1	AXPPS1402E	108000	1.01	1	108000	0.43
	Dhiren Shashikant Bhatt	1	AENPB4207M	156000	1.46	1	156000	0.62
	Ishani Rushin Shah	1	AFAPV1227K	132000	1.23	1	132000	0.53
	Jayshri S Mehta	1	AOJPM0268F	114000	1.06	1	114000	0.46
	Nimish Shah	1	ADCPS7802F	150000	1.40	1	150000	0.60
	Rahul Jayantilal Shah	1	ANVPS4557Q	144000	1.34	1	144000	0.58
	Srushti Chintan Shah	1	CEWPS4143E	132000	1.23	1	132000	0.53
	Mita Harshul Shah	1	AXYPS7073G	0	0	1	7,50,000	3.00
	Akhil Harshul Shah	1	HOEPS9608D	0	0	1	7,50,000	3.00
	Tapan Sureshsinhji Desai	1	ABMPD0050E	0	0	1	8,10,000	3.24
	Non Resident Indian (NRI)	3		18,000	0.17	3	18,000	0.07
	HUF	42		4,20,000	3.92	42	4,20,000	1.68
	Clearing Members	1		6,000	0.06	1	6,000	0.02
	LLP	0		0	0	1	7,92,000	3.17
	More than 1 % of shareholding							
	AALPS Commodities LLP	0	ABIFA4883C	0	0	1	7,92,000	3.17
	Sub Total B (2)	541		60,00,000	56.03	546	1,15,86,000	46.35
	Total B=B(1) + B(2)	541		60,00,000	56.03	546	1,15,86,000	46.35
	Grand Total (A+B)	548		1,07,10,000	100.00	553	2,49,96,000	100.00

12. Auditors' Certificate:

A copy of certificate from the Statutory Auditors of the Company certifying that the above issue of Convertible Warrants is being made in accordance with the ICDR Regulations, shall be placed before the shareholders of the Company at the Annual General Meeting and will also be open for inspection by the Members.

13. Lock-in:

The Equity Shares allotted on conversion of warrants shall be locked-in for such period as specified under Regulations 167 and 168 of the SEBI ICDR Regulations.

The entire pre-Preferential Issue shareholding of allottees wherever applicable shall be locked-in up to a period of 6 months from the date of allotment of such convertible warrants

14. As the Equity Shares have been listed for a period of more than twenty-six weeks as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

15. The issuer is in compliance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors at its meeting held on August 24, 2021 has approved the issue and allotment of Convertible Warrants on preferential basis in the manner stated hereinabove.

The provisions of Section 62 of the Companies Act, 2013 and Regulation 160(b) of the ICDR Regulations, require the Company to seek the approval of the Members by way of Special Resolution, to issue Convertible Warrants on Preferential basis.

Accordingly, your directors recommend the resolution at Item No. 4 for approval as Special resolution as set out in the notice of the meeting.

Except Mr. Shalin Ashok Shah, Managing Director; Mr. Ashok C. Shah, Director; Mrs. Leena Shah and Mrs. Payal Shalin Shah relative of Director; (proposed allottees), Shalin A Shah HUF, Lesha Agro Foods Private Limited, Ashnisha Industries Limited none of the Directors, Key Managerial Personnel (KMPs) of the Company or any relatives of such Director or KMPs are in any way concerned or interested financially or otherwise in the proposed Resolution, except to the extent of their equity holdings in the Company.

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding),

Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.ashokametcast.in. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
8. To support the 'Green Initiative', Members who have not yet registered/updated their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Bigshare Services Private Limited in case the shares are held by them in physical form.
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Bigshare Services Private Limited in case the shares are held by them in physical form.
10. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report **2020-21** will also be available on the Company's website www.ashokametcast.in and website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.
11. The Business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.
12. Pursuant to Section 91 of the Companies Act, 2013, The Register of Members and Share Transfer Books of the Company will be closed from **27th September, 2021 to 30th September, 2021** (both days inclusive).

13. The relative Explanatory Statements pursuant to Section 102 of the Companies Act, 2013, relating to the special business to be transacted at the meeting is annexed hereto.
14. The Securities & Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in the Electronic form are therefore requested to submit their PAN to their depository Participants with whom they are maintaining their demat accounts. Members holding Physical shares can submit their PAN to the Company/ Bigshare Services Private Limited.
15. Since AGM will be held through VC/OAVM, the Route Map is not annexed in the Notice.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Monday, September 27, 2021 at 9:00 A.M. and ends on Wednesday, September 29, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 24, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 24, 2021.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com/. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	<ol style="list-style-type: none"> 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing users 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. 2. 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. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. 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 i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from

- NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cschintanpatel@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to NSDL at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to compliance@ashokametcast.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compliance@ashokametcast.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.](#)
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, [Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.](#)

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

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance atleast 10 days before the date of AGM mentioning their name demat account number/folio number, email id, mobile number at compliance@ashokametcast.in. The same will be replied by the company suitably.

Directors' Report

To,
The Members,

Your Directors have pleasure in presenting their **Annual Report** on the business and operations of the Company and the Audited Accounts for the Financial Year ended 31st March, 2021.

1. FINANCIAL SUMMARY/HIGHLIGHTS OF PERFORMANCE OF THE COMPANY:

Financial Results		(Rs. in Lakhs)		
Particulars	Standalone		Consolidated	
	Year ended 31/03/2021	Year ended 31/03/2020	Year ended 31/03/2021	Year ended 31/03/2020
Total Revenue	220.91	197.83	5433.93	2206.10
Expenditure	205.25	186.12	5352.03	2154.83
Profit before Depreciation	15.55	11.71	81.90	51.27
Depreciation	16.11	16.01	64.41	41.46
Profit/(Loss) before Tax	(0.45)	(4.30)	17.49	9.80
Extraordinary/Exceptional items	-	-	-	-
Provision for Taxation				
Income Tax	-	-	-	-
Deferred Tax	(0.07)	(1.08)	4.52	2.45
Share in Associate	N.A.	N.A.	2.37	(4.84)
Profit/(Loss) after Tax	(0.38)	(3.22)	15.34	2.51

2. PERFORMANCE:

The Company is into the business of trading of steel, trading of goods and others. Revenue from operations during the year has increased and the loss incurred has reduced as compared to previous year. On Consolidated basis Revenue and profit after tax both have more than doubled during the year. Steel industry is very volatile but considering the current market situation and demand the management is optimistic about the promising prospect for the Company.

3. DIVIDEND:

Due to loss during the year, the Company is not able to declare Dividend.

4. TRANSFER TO RESERVE:

Reserves & Surplus at the end of the year stood at Rs. 1054.25 Lakhs as compared to Rs. 1057.83 Lakhs at the beginning of the year.

5. SHARE CAPITAL:

At present, the Company has only one class of shares – equity shares with face value of Rs. 10/- each. The authorised share capital of the Company is divided into 1,10,00,000 equity shares of face value of Rs. 10/- each amounting to Rs. 11,00,00,000/- and issued, subscribed and paid up equity capital is divided into 1,07,10,000 equity shares of face value of Rs. 10/- each amounting to Rs. 10,71,00,000/-.

6. DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

7. ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE:

The activities carried out by the Company are not power intensive and the cost of the energy is insignificant. The Company has not imported any technology during the year and there are no plans to import any kind of technology in near future and hence information regarding its absorption is not applicable. There were no research activities carried out during the year as well as no foreign exchange income or outgo during the year.

8. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There were no such material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report which can affect the financial position of the Company.

9. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS:

No material order has been passed by the Regulators/Court or Tribunals which can impact the going concern status and Company's operation in future.

10. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

Rhetan Rolling Mills Private Limited formerly known as Shree Ghantakarna Rolling Mills Private Limited is Wholly Owned Subsidiary and Vivanza Biosciences Limited is an associate company of the Company.

There are no joint venture companies of the Company. There has been no material change in the nature of the business of the subsidiary.

As required under Rule 8 (1) of the Companies (Accounts) Rules, 2014, the Board's Report has been prepared on standalone financial statements and a report on performance and financial position of the subsidiary/associate included in Form AOC – 1 is attached herewith as **ANNEXURE-I (A)**.

In accordance with third proviso of Section 136 (1) of the Companies Act, 2013, the Annual Report of the Company, containing therein its standalone and the consolidated financial statements has been placed on the website of the Company, www.ashokametcast.in.

Pursuant to the provisions of Section 129 (3) of the Companies Act, 2013 read with Rule 8 (1) of the Companies (Accounts) Rules, 2014, a statement containing salient features of the Financial Statements of your Company's subsidiary in Form AOC-1 is attached to the Financial Statements.

11. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT BY THE COMPANY:

Details of Loans, Guarantees and Investments, if any covered under the provisions of Section 186 of the Act are given in the notes to the Financial Statements.

12. MEETING OF BOARD OF DIRECTORS:

During the year under the review, 6 (Six) Board meetings were held, with gap between Meetings not exceeding the period prescribed under the Companies Act, 2013 and Rules made thereunder.

The Board meeting dates are finalized in consultation with all directors and agenda papers backed up by comprehensive notes and detailed background information are circulated well in advance before the date of the meeting thereby enabling the Board to take informed decisions.

The intervening gap between the Board Meetings was within the period prescribed under the Companies Act, 2013.

Details of Board meetings held during the year and attendance of directors thereat is as under:

Date of Board Meeting	Directors who attended the meeting			
09/06/2020	Shalin A. Shah	Ashok C. Shah	Payal P. Pandya	Chitra J. Thaker
30/07/2020	Shalin A. Shah	Ashok C. Shah	Payal P. Pandya	Chitra J. Thaker
04/09/2020	Shalin A. Shah	Ashok C. Shah	Payal P. Pandya	Chitra J. Thaker
15/09/2020	Shalin A. Shah	Ashok C. Shah	Payal P. Pandya	Chitra J. Thaker
12/11/2020	Shalin A. Shah	Ashok C. Shah	Payal P. Pandya	Chitra J. Thaker
30/01/2021	Shalin A. Shah	Ashok C. Shah	Payal P. Pandya	Chitra J. Thaker

13. COMMITTEES OF THE BOARD:

During the year, in accordance with the Companies Act, 2013, the Board constituted some of its Committees.

AUDIT COMMITTEE: The Company constituted its Audit Committee comprising of following Directors:

Sr. No.	Name & DIN of the Director	Status	Category
1	Ms. Payal Pandya (DIN:07658223)	Chairperson	Non – Executive and Independent Director
2	Ms. Chitra Thaker (DIN:07911689)	Member	Non – Executive and Independent Director
3	Mr. Shalin Shah (DIN: 00297447)	Member	Executive and Non – Independent Director

Attendance of each member of the Audit Committee:

Committee Members	Meetings held	Meetings attended
Ms. Payal Pandya	4	4
Ms. Chitra Thaker	4	4
Mr. Shalin Shah	4	4

NOMINATION AND REMUNERATION COMMITTEE: The Company is having a Nomination and Remuneration Committee comprising of following Directors:

Sr. No.	Name & DIN of the Director	Status	Category
1	Ms. Chitra Thaker (DIN:07911689)	Chairperson	Non – Executive and Independent Director
2	Ms. Payal Pandya (DIN:07658223)	Member	Non – Executive and Independent Director
3	Mr. Ashok Shah (DIN: 02467830)	Member	Non – Executive and Non – Independent Director

Two meetings of Nomination and Remuneration Committee were held during the year and all members had attended the meeting.

STAKEHOLDERS RELATIONSHIP COMMITTEE: The Company is having a Stakeholders Relationship Committee comprising of following Directors:

Sr. No.	Name & DIN of the Director	Status	Category
1	Ms. Payal Pandya (DIN:07658223)	Chairperson	Non – Executive and Independent Director
2	Ms. Chitra Thaker (DIN:07911689)	Member	Non – Executive and Independent Director
3	Mr. Ashok Shah (DIN: 02467830)	Member	Non – Executive and Non – Independent Director

Attendance of each member of the Stakeholders Relationship Committee:

Committee Members	Meetings held	Meetings attended
Ms. Payal Pandya	4	4
Ms. Chitra Thaker	4	4
Mr. Ashok Shah	4	4

14. EXTRACTS OF ANNUAL RETURN:

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Companies Act, 2013 read with Rule 11 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company and is accessible at the weblink: <http://www.ashokametcast.in/Investor%20Desk.html>

15. INSURANCE:

All the Properties of the Company are adequately insured.

16. RELATED PARTY TRANSACTIONS:

Details of the related party transactions entered at arm's length are given in Form AOC-2 attached as **ANNEXURE-I (B)** to the Financial Statements.

Related Party disclosure under regulation 34(3) read with schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as under:

Sr. No.	Disclosure of loans / advances / investments / Outstanding during the year	As at 31 st March, 2021	Maximum amount during the year
1	Loans and advances in the nature of loans to subsidiary	21135000	21135000
2	Loans and advances in the nature of loans to associate	0	0
3	Loans and advances in the nature of loans to firms/companies in which directors are interested	0	0

Further, transactions if any of the Company with any person or entity belonging to the promoter/promoter group which hold(s) 10% or more shareholding in the listed entity are given in the notes to the Financial Statements.

17. DIRECTORATE AND KEY MANAGERIAL PERSONNEL:

The Board of Directors of your company has various executive and non-executive directors including Independent Directors who have wide and varied experience in different disciplines of corporate functioning. No director has been appointed or resigned from the Board during the year.

Ms. Chitra J. Thaker, Independent Director resigned from the Directorship of the Company on July 2, 2021.

Mr. Subha R. Dash has been appointed as Chief Financial Officer of the Company on June 9, 2020.

Ms. Bhumika Thakkar had resigned from the post of Company Secretary and Compliance Officer on July 31, 2020. Mr. Shalin A. Shah, Managing Director of the Company took additional charge as Compliance Officer of the Company during the period of September 4, 2020 to January 29, 2021. Mr. Divyarajsinh Mahavirsinh Zala was appointed as Company Secretary and Compliance Officer of the Company on January 30, 2021.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Ashok C. Shah (DIN: 02467830) retires by rotation at the ensuing Annual General Meeting and being eligible in terms of Section 164 of the Act offers himself for re-appointment.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

18. EVALUATION OF BOARD, COMMITTEES AND DIRECTORS:

Pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, the Board had carried out performance evaluation of its own, the Board Committees and of the Independent directors. Independent Directors at a separate meeting evaluated performance of the Non-Independent Directors, Board as a whole and of the Chairman of the Board.

The following were the Evaluation Criteria:

(a) For Independent Directors:

- Knowledge and Skills
- Professional conduct
- Duties, Role and functions

(b) For Executive Directors:

- Performance as Team Leader/Member.
- Evaluating Business Opportunity and analysis of Risk Reward Scenarios
- Key set Goals and achievements
- Professional Conduct, Integrity
- Sharing of Information with the Board

The Directors expressed their satisfaction with the evaluation process.

19. POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS:

The Board has on the recommendation of the Nomination & Remuneration Committee, formulated criteria for determining Qualifications, Positive Attributes and Independence of a Director. No remuneration is paid to any of the Directors of the Company including Managing Director.

20. MANAGERIAL REMUNERATION:

The Company had not paid any remuneration to the Managing Director or any sitting fees to Non-Executive Directors for attending any meetings during the financial year ended 31st March, 2021.

21. INDEPENDENT DIRECTORS' MEETING:

Independent Directors of the Company had met during the year under the review on March 17, 2021. The Independent Directors' in its meeting reviewed and considered:

1. The performance of Non-Independent Directors and the Board of Directors;
2. The performance of the Chairperson of the Company;
3. Assess the quality, quantity and timeliness of flow of information between the management of the Company and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties.

22. COMMITTEES OF THE BOARD:

There are currently **Three Committees** of the Board as enumerated hereunder:

1. Audit Committee
2. Nomination and Remuneration Committee and
3. Stakeholders' Relationship Committee

23. AUDITORS:**A. Statutory Auditors**

Resolution appointing M/s. Sunil Poddar & Co., Chartered Accountants, Firm Regd. No. 110603W as statutory auditors of the Company for a term of five years to hold office till the conclusion of the Annual General Meeting to be held in 2024 was passed by the shareholders of the Company in its Annual General Meeting held on September 28, 2019.

The Members may note that consequent to the changes in the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 by the Ministry of Corporate Affairs (MCA) vide notification dated May 7, 2018, the proviso to Section 139(1) of the Companies Act, 2013 read with explanation to sub-rule 7 of Rule 3 of the Companies (Audit and Auditors) Rules, 2014, the requirement of ratification of appointment of Auditors by the Members at every AGM has been done away with. Therefore, the Company is not seeking any ratification of appointment of M/s. Sunil Poddar & Co., Chartered Accountants, Firm Regd. No. 110603W as the Auditors of the Company, by the Members at the ensuing AGM.

The Report given by the Auditors on the financial statements of the Company is a part of the Annual Report. The notes to the accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

B. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Chintan K. Patel, Practising Company Secretary, Ahmedabad to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as **Annexure IV**.

The observations of the Secretarial Auditor in the Secretarial Audit Report are self-explanatory and therefore do not call for any further comments.

24. INTERNAL FINANCIAL CONTROL SYSTEM AND COMPLIANCE FRAMEWORK:

The Company has an Internal Financial Control System, appropriate considering the size and complexity of its operations. The internal financial controls are adequate and are operating effectively so as to ensure orderly and efficient conduct of business operations. The Audit Committee in consultation with the internal auditors

formulates the scope, functioning, periodicity and methodology for conducting the internal audit. Based on the internal audit report and review by the Audit committee, process owners undertake necessary actions in their respective areas. The internal auditors have expressed that the internal control system in the Company is robust and effective. The Board has also put in place requisite legal compliance framework to ensure compliance of all the applicable laws and that such systems are adequate and operating effectively.

25. RISK MANAGEMENT:

Company has implemented an integrated risk management approach through which it reviews and assesses significant risks on a regular basis to help ensure that there is a robust system of risk controls and mitigation in place. Senior management periodically reviews this risk management framework to keep updated and address emerging challenges. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

26. VIGIL MECHANISM AND WHISTLE BLOWER POLICY:

In accordance with Section 177 of the Companies Act, 2013 and Regulation 22 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted a Whistle Blower Policy/ Vigil Mechanism to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed and to report to the management instances of unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct.

27. PREVENTION OF INSIDER TRADING:

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

The Company has adopted and amended its Code of Conduct for Prevention of Insider Trading w.e.f. April 1, 2019 pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

28. DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with Section 134(5) of the Companies Act, 2013 and to the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors state that-

- i. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. 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 31st March, 2021 and of the profit and loss of the company for that period;
- iii. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 and Rules made thereunder for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. The directors had prepared the annual accounts on a going concern basis;
- v. 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, and
- vi. 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.

29. CORPORATE GOVERNANCE:

As per Regulation 15(2)(b) of the SEBI Listing Regulations, compliance with the corporate governance provisions as specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V, shall not apply to the Company. The Certificate of the non applicability of submission of Report on Corporate Governance is attached as **Annexure - V to the Directors Report**.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**➤ INDUSTRIAL STRUCTURE AND DEVELOPMENT:**

The Company is basically in business of trading of steel products. The Indian steel rebars market is highly fragmented and unorganized – more than 1,800 re-rollers (representing unorganized sector) are reported to be operating in India. Being volume driven business, rebar market is dominated by regional players due to high logistic expenses. Increased competition in the Rebar industry has resulted in the market becoming commoditized. Industry players have focused more on marketing and branding of the product.

➤ OVERVIEW:

The financial statements have been prepared in compliance with the requirement of the Companies Act, 2013 and Generally Accepted Accounting Principles (GAAP) in the India. The management of the company accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, in order that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present the company's state of affairs and profit for the year.

➤ OPPORTUNITY&THREATS:

With increased focus on urbanization, the rebar market is likely to witness a strong growth in coming years. Slow growth was recorded albeit temporarily after a slowdown in India economic growth in the past few years. COVID-19 pandemic has adversely affected all the industry segments and our Company is no exception. It is a challenge to sustain in the current market scenario.

➤ COMPETITION:

Steel being a global industry, we face competition from various domestic and international manufacturers and traders. Competition emerges from small as well as big players in the steel industry. The organized players in the industry compete with each other by providing high quality, consistent and time bound products and value added services. We have a number of competitors offering products similar to us. We believe the principal elements of competition in our line of business are ready finance, consistent and quality products, prompt availability and strong relations with structural steel product market and especially TMT bars manufacturers & traders. We compete against our competitors by establishing ourselves as a knowledge-based trading and manufacturing company with cordial relations with various suppliers, which enables us to provide our customers with bulk quantities at reasonable rates to meet their requirements.

➤ SEGMENT WISE AND PRODUCT WISE PERFORMANCE:

Details on segment wise performance of the Company is provided separately in Notes to Accounts.

➤ RISK AND CONCERN:

We operate a B2B model trading business vertical which is dependent on third party transportation providers for the delivery of our traded good and also for raw materials and other products. Accordingly, continuous increase in transportation costs or unavailability of transportation services for our products, as well the extent and reliability of Indian infrastructure is a major risk concern for the Company.

Further, the Company is involved in high volume-low margin business. To regularly grow our turnover and effectively execute our key business processes is the most important challenge for the Company.

Currently, the Company's major sales are in the state of Gujarat. Although investment in the steel industry in Gujarat has been encouraged, there can be no assurance that this will continue. Expanding geographically, gaining acceptance or being able to take advantage of any expansion opportunities outside our current markets, would be demanding.

➤ INITIATIVES BY THE COMPANY:

Focus is laid on marketing and branding of the product. Management continuously endeavours to maintain the quality of the product traded and timely delivery of the product.

The Company is quite confident that the overall profitability would improve in a sustainable manner, as a result of this strategy.

➤ **OUTLOOK:**

The profit margins in the industry are under pressure. The Company is confident to meet the challenges with its strength in marketing network, its strategic planning, Research & Development, productivity improvement and cost reduction exercise.

➤ **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

Your Company places significant emphasis and efforts on the internal control systems. The Company has appointed an internal auditor for the same with such powers and responsibilities that are required to ensure the adequacy of the internal Control System.

➤ **HUMAN RESOURCE:**

Your Company firmly believes that employees are the most valuable assets and key players of business success and sustained growth. Various employee benefits, recreational and team building efforts are made to enhance employee skills, motivation as also to foster team spirit. Industrial relations were cordial throughout the year.

➤ **HEALTH, SAFETY AND ENVIRONMENTAL PROTECTION:**

Your Company has complied with all the applicable environmental laws and labour laws. The Company has been complying with the relevant laws and has taken necessary measures to protect the environment.

In view of the current COVID pandemic, health and safety measures have taken an unprecedented importance and the Company is taking all the necessary measures in this regards.

➤ **CAUTIONARY STATEMENT**

The statements in the "Management Discussion and Analysis Report" section describes the Company's objectives, projections, estimates, expectations and predictions, which may be "forward looking statements" within the meaning of the applicable laws and regulations. The annual results can differ materially from those expressed or implied, depending upon the economic and climatic conditions, Government policies and other incidental factors.

➤ **DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS:**

Particulars	Standalone		Consolidate	
	2020-21	2019-20	2020-21	2019-20
1. Debtors Turnover Ratio	0.58	0.39	3.75	2.50
2. Inventory Turnover Ratio	-	-	5.25	5.03
3. Interest Coverage Ratio	523.03	800.56	1.84	2.71
4. Current Ratio	6.88	11.23	1.86	1.63
5. Debt Equity Ratio	-	0.01	1.16	0.86
6. Operating Profit Margin (%)	-0.17%	-2.10%	0.25%	0.10%
7. Net Profit Margin (%)	-0.17%	-1.63%	0.28%	0.11%
8. Return on Networth (%)	-0.02%	-0.15%	0.75%	0.12%
9. P/E Ratio	-1,272.43	-58.23	31.06	74.53

➤ **DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF.**

The Company has incurred loss during the year and due to adjustment of past year's losses, your Company falls short to earn significant sum as return on Net Worth.

- **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE :**
Operational performance viz. total revenue during the year stood at Rs.220.91 lakhs and the Company incurred loss tuning to Rs.0.37 lakhs. Cash and cash equivalents at the end of the year stood at Rs. 2.85 lakhs.

Place: Ahmedabad
Date: August 24, 2021

For and on behalf of the Board

Sd/-	Sd/-
Ashok C. Shah	Payal P. Pandya
Director	Director
DIN:02467830	DIN: 07658223

ANNEXURE – I (A) TO THE DIRECTORS REPORT
Form AOC- 1

Part “A”: Subsidiaries

1	Name of the subsidiary	Rhetan Rolling Mills Private Limited (Formerly Shree Ghantakarna Rolling Mills Private Limited)
2	The date since when subsidiary was acquired	25/09/2017
3	Reporting period for the subsidiary	2020-21
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year	INR (Rs. in lacs)
5	Share capital	400.00
6	Reserves & surplus	-296.41
7	Total assets	3980.04
8	Total Liabilities	3136.45
9	Investments	104.39
10	Turnover	5208.90
11	Profit before taxation	15.71
12	Provision for taxation(Deferred tax revenue)	4.03
13	Profit after taxation	11.68
14	Proposed Dividend	Nil
15	% of shareholding	100% held by Ashoka Metcast Limited

2. Names of subsidiaries which are yet to commence operations - None

3. Names of subsidiaries which have been liquidated or sold during the year. - NA

Part “B”: Associates and Joint Ventures**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of Associates/ Joint Ventures	Vivanza Biosciences Limited (VBL)
1. Latest audited Balance Sheet Date	31/03/2021
2. Shares of Associate/Joint Ventures held by the company on the year end	
No.	9,50,000
Amount of Investment in Associates/ Joint Venture	95,00,000
Extend of Holding %	23.75
3. Description of how there is significant influence	Company holds more than 20% equity shares of VBL.
4. Reason why the associate/joint venture is not consolidated	As per AS-21, company is not required to consolidate associate concern but the same has been done in accordance with AS-23.
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	Rs. 7629602
6. Profit / Loss for the year	
i. Considered in Consolidation	Rs. 2,36,987
i. Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence operations: None

2. Names of associates or joint ventures which have been liquidated or sold during the year: N.A.

Place: Ahmedabad

Date: August 24, 2021

For and on behalf of the Board

Sd/-

Ashok C. Shah
Director

DIN:02467830

Sd/-

Payal P. Pandya
Director

DIN: 07658223

ANNEXURE – I (B) TO THE DIRECTORS REPORT
FORM NO. AOC -2

Pursuant to clause (h) of sub-section(3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

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

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	--
b)	Nature of contracts/arrangements/transaction	--
c)	Duration of the contracts/arrangements/transaction	--
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	--
e)	Justification for entering into such contracts or arrangements or transactions'	--
f)	Date of approval by the Board	--
g)	Amount paid as advances, if any	--
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	--

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details	Details
a)	Name (s) of the related party & nature of relationship	Lesha Industries Limited (Company in which Mr. Shalin A. Shah, Mr. Ashok C. Shah and Ms. Payal P. Pandya, Directors of the Company are Directors)	Rhetan Rolling Mills Private Limited (Company in which Mr. Shalin A. Shah and Mr. Ashok C. Shah Directors of the Company are Directors)
b)	Nature of contracts / arrangements / transaction	Rent	Investment made
c)	Duration of the contracts / arrangements / transaction	Rent Agreement	One time investment
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rent Agreement	The Company had granted loan to its Wholly owned Subsidiary viz. Rhetan Rolling Mills Private Limited. The same has been converted into equity.
e)	Date of approval by the Board, if any	09/06/2020	15/09/2020
f)	Amount paid as advances, if any	Nil	Nil

Place: Ahmedabad
Date: August 24, 2021

For and on behalf of the Board

Sd/- Ashok C. Shah Director DIN:02467830	Sd/- Payal P. Pandya Director DIN: 07658223
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ANNEXURE-II TO THE DIRECTORS REPORT**1. Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

- i. The ratio of the remuneration of each Director to the Median Remuneration of the Employees of the Company for the Financial Year 2020-21 and
- ii. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year

(Rs. In Lacs)

Sr. No.	Name of Director/KMP and its Designation	Remuneration to the Director / KMP for the Financial Year 2020-21	Percentage increase/decrease in remuneration in the Financial Year 2020-21	Ratio of Remuneration of each Director to the Median Remuneration of Employees
1	Mr. Shalin Shah (Managing Director)	Nil	Nil	N.A.
2	Mr. Ashok Shah (Director)	Nil	Nil	N.A.
3	Mrs. Payal Pandya (Independent Director)	Nil	Nil	N.A.
4	Ms. Chitra Thaker (Independent Director)	Nil	Nil	N.A.
5	Ms. Bhumika Thakkar (Company Secretary)	0.40	Nil	0.9:1
6	Mr. Subha Ranjan Dash (Chief Financial Officer)	Nil	Nil	N.A.
7	Mr. Divyarajsinh Zala (Company Secretary w.e.f. 30/01/2021)	0.24	Nil	N.A.

- iii. Median Remuneration of Employees (MRE) of the Company is Rs. 11,000 for the Financial Year 2020-2021.
- iv. The number of permanent employees on the rolls of the Company is three for the year ended 31st March, 2021.
- v. There was no increase in the remuneration during the year.
- vi. The remuneration of the Key Managerial Personnel (KMP) is in line with the performance of the company.
- vii. The Market Capitalization as on, 31st March, 2021 was Rs. 476.60 Lacs as compared to Rs.187.43 Lacs as on 31st March, 2020 and Price Earnings Ratio of the Company was 0.00 as on 31st March, 2021 as compared to -58.33 as on 31st March, 2020.
- viii. Average percentage increase made in the salaries of employees other than the managerial personnel in the last Financial Year was Nil. Average percentage increase made in the salary of the managerial personnel in the last Financial Year was Nil
- ix. Variable component in remuneration of Directors of the Company—**N.A.**
- x. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year—**N.A.**
- xi. Affirmed that the remuneration paid is as per the Remuneration Policy of the Company—**N.A.**

2. There were no employees covered under rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014

Place: Ahmedabad
Date: August 24, 2021

For and on behalf of the Board

Sd/-
Ashok C.Shah
Director
DIN:02467830

Sd/-
Payal P. Pandya
Director
DIN: 07658223

ANNEXURE – III TO THE DIRECTORS REPORT**FORM NO. MR-3****SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021*[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,
Ashoka Metcast Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ashoka Metcast Limited** (hereinafter called the Company) (CIN:U70101GJ2009PLC057642) having its registered office at **7th Floor, Ashoka Chambers, Mithakhali Six Roads, Ahmedabad-380006**. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Ashoka Metcast Limited** (the Company) for the financial year ended on 31st March, 2021 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **[Not Applicable to the Company during the Audit Period]**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not Applicable to the Company during the Audit Period]**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **[Not Applicable to the Company during the Audit Period]**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **[Not Applicable to the Company during the Audit Period]**

- (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

I 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 Agreements entered into by the Company with BSE Limited.

(iii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

- A) The Company has maintained a Register of Directors' Attendance as prescribed in the Secretarial Standards.
- B) The Directors have signed against their respective names after the meeting has been held.
- C) The Company had received no proxy forms for the Annual General Meeting for the financial year ended 31st March, 2020.
- D) The Company has complied with requirements of at least one-third of the total number of directors as independent directors as stated in Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- E) The Company has complied with the of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- F) The Company has obtained all necessary approvals under the various provisions of the Act;
- G) There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

During the year under review the Company had not complied with the provisions of the section 203 of the Companies Act, 2013 for appointment of Chief Financial Officer.

As explained by the Management, the Company had already appointed Mr. Shalin A. Shah as Managing Director & Mr. Divyarajsinh Mahavirsinh Zala as Company Secretary and Compliance Officer of the Company. The Company was looking for suitable candidate to be appointed as CFO & appointed Mr. Subha R. Dash as Chief Financial Officer of the Company from June 9, 2020.

The Company had complied with all provisions of the section 186 of the Companies Act, 2013, except non charging of interest as per section 186(7) in respect of some of the loans granted by the Company.

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

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

The following mentioned observations are made:

- A) The Directors have complied with the requirements as to disclosure of interests and concerns in contracts and arrangements, shareholdings and directorships in other companies and interests in other entities;
- B) The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct and ethics for Directors and Management Personnel;

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

I further report that during the audit period, the Company has no major / specific events, actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

- i. Public/Right/Preferential issue of shares / debentures/sweat equity etc.
- ii. Redemption / buy-back of securities
- iii. Merger / amalgamation / reconstruction etc.
- iv. Foreign technical collaborations.

Place: Ahmedabad

Date: August 24, 2021

Sd/-

Chintan K. Patel

Practicing Company Secretary

UDIN: A031987C000824438

Mem. No.: A31987, COP No.: 11959

ANNEXURE - A to the Secretarial Audit Report

To,

The Members,

Ashoka Metcast Limited

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

1. The Management of the company is responsible for maintenance of secretarial records, devise proper system to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. Our responsibility is to express an opinion on these secretarial records and procedures followed by the company with respect to Secretarial Compliances.
3. 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 test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
7. The secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.

Place: Ahmedabad

Date: August 24, 2021

Sd/-

Chintan K. Patel

Practicing Company Secretary

Mem. No.: A31987

COP No.: 11959

ANNEXURE – IV TO THE DIRECTORS REPORT

**NON APPLICABILITY OF SUBMISSION OF REPORT ON CORPORATE GOVERNANCE AS PER EXEMPTION GIVEN IN
REGULATION 15 (2) (b) OF CHAPTER IV OF SEBI (LODR) REGULATIONS, 2015**

To the Members of the **ASHOKA METCAST LIMITED**

This is to certify that the equity shares of the Company are listed on Small and Medium Enterprise (SME) Platform of BSE Limited and hence, as per Regulation 15 (2) (b) of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, compliance with the corporate governance provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is exempt to the Company.

Therefore it is not required to submit Report on Corporate Governance.

Place: Ahmedabad
Date: August 24, 2021

For and on behalf of the Board

Sd/-
Ashok C.Shah
Director
DIN:02467830

CEO & CFO CERTIFICATION

**To,
The Board of Directors,
Ashoka Metcast Limited
Ahmedabad.**

We hereby certify that:

- i. We have reviewed the financial statements and the cash flow statement of the Financial Year 2020-21 and that to the best of our knowledge and belief.
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b. 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.
- ii. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violated of the Company's code of conduct.
- iii. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we hereby disclose to the Auditors and the Audit Committee that there have been no inefficiencies in the design or operation of internal controls, prevailing in the company.
- iv. We hereby certify that :
 - a. There have been no significant changes in internal control during the year.
 - b. There have been no significant changes in accounting policies during the year and
 - c. No instances of fraud were observed in the Company by the management or an employee having a significant role in the company's internal control system.

**Place: Ahmedabad
Date: June 30, 2021**

For and on behalf of the Board

**Sd/-
Subha Ranjan Dash
CFO**

**Sd/-
Shalin A. Shah
Managing Director
DIN:00297447**

Independent Auditor's Report

To the Members of Ashoka Metcast Limited

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying standalone financial statements of Ashoka Metcast Limited ('the Company'), which comprise the balance sheet as at 31 March 2021, the statement of profit and loss, and cash flow statement for the year ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2021, and loss and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended March 31, 2021. 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.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

Sr. No.	Key Audit Matter	How our audit addressed the key audit matter
1.	At the year end, the Company has granted an interest free loan to its wholly owned subsidiary. We consider granting loan to Subsidiaries as a key audit matter as it constitutes significant percentage of loan given.	We have verified the relevant records and found in accordance with company's policy. Based on the above procedure and, in our opinion the management's determination is considered to be reasonable.
2.	As at March 31, 2021, the company has investments of Rs. 1601.00 lacs as on March 31, 2021 in the quoted and unquoted equity shares. Majority of the investment is in related parties which constitutes around 77.13% of the total investments as on reporting date. Accordingly, the same has been considered as a key audit matter.	Our audit procedures included and were not limited to the following: <ul style="list-style-type: none"> • Reviewed the fair value of the investment provided by the management and tested for the impairment as on reporting date. • We also involved internal experts to assess the Company's valuation methodology and assumptions, applied in determining the fair value and testing for impairment loss if any. • Reviewed the disclosures made by the Company in the financial statements.

Information Other than the Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is 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 such other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, 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 for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, 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 judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The board of directors are responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the audit of Standalone financial statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the entity 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 auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements for the financial year ended March 31, 2021. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government 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 the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the standalone balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the companies (Accounting Standards) Rules 2015 as amended.
 - (e) on the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - (g) in our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;
 - (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company is not required to make provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts as the company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amount which were required to be transferred, to the Investor Education and Protection Fund by the Company.

FOR, SUNIL PODDAR & CO.
Chartered Accountants
Firm Reg. No 110603W

[CA PANKAJ AGARWAL]
Partner

PLACE : AHMEDABAD
DATE : 30/06/2021

M. No. 443450
UDIN : 21443450AAAAPT9911

Annexure - A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2021, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. In accordance with this programme, certain fixed assets were verified during the year and no material 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 are held in the name of the Company.
- (ii) The stock of Inventories has been physically verified by the management at reasonable intervals commensurate with size and nature of the business.

In our opinion and according to the information and explanation given to us, the procedures for physical verification of Inventories followed by the management is reasonable and adequate in relation to the size of the company and the nature of business.

The company has maintained reasonable records for Inventories of finished goods lying at factory premises.

- (iii) According to the information and explanations given to us, the Company has granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Details are as under:

Total no. of parties : 1

Balance outstanding as on 31.03.2021 : Rs. 2,11,35,000

- As per the information and records made available to us, the rate of interest and other terms and conditions of loan granted by the Company are prima facie not prejudicial to the interest of the company, since the loan has been granted to wholly owned subsidiary.
 - In respect of aforesaid loans granted, whether the amount (principal as well as interest) has been repaid / paid regularly or not, cannot be commented upon as there is no stipulation as regards to the repayment / payment of the amount.
 - In respect of aforesaid loans granted, whether the amount (principal as well as interest) is overdue or not, cannot be commented upon as there is no stipulation as regards to the repayment / payment of the amount
- (iv) In our opinion and according to the information and explanations provided to us, the Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185 of the Act. The Company has not complied with the provisions of Section 186(7) of the Act in respect of investments made or loans or guarantee or security provided to the parties covered under Section 186 of the Act.

Details of the same are as under:

Total no. of parties : 3

Balance outstanding as on 31.03.2021 : Rs. 2,95,89,000

- (v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the goods or services rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income-tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.
- According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no material dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The company has not taken any loan either from financial institutions or from the Government and has not issued any debentures.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Financial Statements and according to the information and explanations provided by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act 2013.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations provided by the management, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations provided to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) of the Order are not applicable to the Company and, not commented upon.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations provided to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

FOR, SUNIL PODDAR & CO.
Chartered Accountants
Firm Reg. No 110603W

[CA PANKAJ AGARWAL]
Partner

PLACE : AHMEDABAD
DATE : 30/06/2021

M. No. 443450
UDIN : 21443450AAAAPT9911

Annexure - B to Independent Auditors' Report of even date on the standalone financial statement of the Ashoka Metcast Limited**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Ashoka Metcast Limited ("the Company") as of 31 March 2021 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 is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting with reference to these Financial Statements

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these Financial Statements and such internal financial controls over financial reporting with reference to these Financial Statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR, SUNIL PODDAR & CO.

Chartered Accountants

Firm Reg. No 110603W

[CA PANKAJ AGARWAL]

Partner

M. No. 443450

UDIN : 21443450AAAAPT9911

PLACE : AHMEDABAD

DATE : 30/06/2021

STANDALONE BALANCE SHEET AS AT 31st MARCH, 2021

Particulars	Note No	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	2	10,71,00,000	10,71,00,000
(b) Reserves and Surplus	3	10,54,25,690	10,57,83,004
2 Share application pending for allotment		-	-
3 Non Current Liabilities			
(a) Long-term borrowings	4	-	16,95,000
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Non Current Liabilities	5	82,07,000	2,82,07,000
4 Current Liabilities			
(a) Short-term Borrowings		-	-
(b) Trade Payable	6		
total outstanding dues of micro enterprises and small enterprises			
total outstanding dues of creditors other than micro enterprises and small enterprises		39,34,760	39,34,760
(c) Other Current Liabilities	7	6,84,855	2,59,277
TOTAL RS...		22,53,52,305	24,69,79,042
II. ASSETS			
1 Non-current Assets			
(a) Property plant and Equipment	8		
(i) Tangible Assets		24,65,503	24,08,842
(b) Non Current Investments	9	16,01,00,000	8,61,00,000
(c) Long Term loans and advances	10	2,95,89,000	10,83,31,000
(d) Deferred Tax Assets (net)	11	1,08,672	4,21,103
(e) Other Non Current Assets	12	13,01,877	26,18,993
2 Current Assets			
(a) Short Term Loans and Advances			
(b) Trade Receivables	13	3,09,54,642	4,50,65,154
(c) Cash and cash equivalents	14	2,85,841	11,89,794
(d) Other Current Assets	15	5,46,771	8,44,155
TOTAL RS...		22,53,52,305	24,69,79,042

NOTES TO ACCOUNTS

1

Notes referred to above and notes attached there to form an integral part of Balance Sheet

This is the Balance Sheet referred to in our Report of even date.

For, **SUNIL PODDAR & CO.**

Chartered Accountants

FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner

M.No. 443450

For, **ASHOKA METCAST LIMITED****SHALIN A SHAH**

MANAGING DIRECTOR

DIN: 00297447

ASHOK C SHAH

DIRECTOR

DIN: 02467830

PLACE: AHMEDABAD

DATE : 30/06/2021

UDIN :21443450AAAAPT9911

DIVYARAJINSINH ZALA

COMPANY SECRETARY

SUBHA RANJAN DAS

CHIEF FINANCIAL OFFICER

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2021

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of the previous reporting period
I. Revenue from operations	16	2,20,85,370	1,97,68,650
II Other Income	17	6,252	15,324
III Total Revenue (I + II)		2,20,91,622	1,97,83,974
IV Expenses			
Purchases of Stock-in-Trade	18	1,94,44,950	1,72,39,200
Employee Benefits Expense	19	3,50,000	2,76,000
Finance Costs	21	3,001	1,465
Depreciation and amortisation expense	20	16,11,352	16,01,854
Other Expenses	22	7,27,202	10,95,570
Total Expenses (IV)		2,21,36,505	2,02,14,089
V Profit/(Loss) before exceptional & extraordinary items and Tax (III-IV)		(44,883)	(4,30,115)
VI Exceptional items		-	-
VII Profit before extraordinary items and tax [V-VI]		(44,883)	(4,30,115)
VIII Extraordinary Items			
IX Profit before Tax (VII - VIII)		(44,883)	(4,30,115)
X Tax Expense :			
(1) Current Tax			
(2) Deferred Tax (Expense)/Revenue		(7,427)	(1,08,260)
(3) Mat Credit Entitlement		-	-
XI Profit for the period from continuing operations		(37,456)	(3,21,855)
XII Profit from discontinuing operation		-	-
XIII Tax Expense of discontinuing operations		-	-
XIV Profit from discontinuing operations after tax		-	-
XV Profit for the period [XI+XIV]		(37,456)	(3,21,855)
XVI Earning Per Share:			
- Basic		(0.00)	(0.03)
- Diluted		(0.00)	(0.03)

Notes referred to above and notes attached there to form an integral part of Profit & Loss Statement

This is the Profit & Loss Statement referred to in our Report of even date.

For, SUNIL PODDAR & CO.

Chartered Accountants
FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner
M.No. 443450

For, ASHOKA METCAST LIMITED

SHALIN A SHAH
MANAGING DIRECTOR
DIN: 00297447

ASHOK C SHAH
DIRECTOR
DIN: 02467830

PLACE: AHMEDABAD
DATE : 30/06/2021
UDIN :21443450AAAAPT9911

DIVYARAJ SINH ZALA
COMPANY SECRETARY

SUBHA RANJAN DAS
CHIEF FINANCIAL OFFICER

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2021

PARTICULARS	2020-21		2019-20	
A. CASH FLOWS FROM OPERATING ACTIVITIES :				
Net Profit before tax as per Profit & Loss Account		(44,883)		(4,30,115)
Adjustment for :				
Depreciation	3,09,480		2,99,981	
Preliminary Expenses Written Off	13,01,872	16,11,352	13,01,873	16,01,854
Operating Profit before Working Capital Changes		15,66,470		11,71,738
Working Capital Changes				
Adjustment for				
Trade Receivables	1,41,10,512		1,24,32,958	
Other current Assets	3,12,628		2,98,709	
Other Current Liabilities	4,25,579		(20,209)	
Non Current Liabilities	(2,00,00,000)		-	
Trade Payable & Other Liabilities	-		39,34,760	
Net Changes in Working Capital		(51,51,281)		1,66,46,218
Cash Generated from operations		(35,84,812)		1,78,17,956
Direct Tax Paid During the Year (Net off Refund Received)		-		
NET CASH FROM OPERATING ACTIVITIES		(35,84,812)		1,78,17,956
B. CASH FLOWS FROM INVESTING ACTIVITIES :				
Proceeds From Liquid Assets	(3,66,141)			
Other Investments	(7,40,00,000)		(17,30,000)	
Purchase of Property Plant & Equipment	7,87,42,000			
NET CASH FLOW FROM IN INVESTING ACTIVITIES		43,75,859		(17,30,000)
C. CASH FLOWS FROM FINANCING ACTIVITIES :				
Payment of Unsecured Loan	(16,95,000)		(2,17,25,000)	
NET CASH FROM FINANCING ACTIVITIES		(16,95,000)		(2,17,25,000)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		(9,03,953)		(56,37,044)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		11,89,794		68,26,839
CASH AND CASH EQUIVALENTS AT THE CLOSE OF THE YEAR		2,85,841		11,89,795

As per our attached Interim Audit report of even date

For, SUNIL PODDAR & CO.

Chartered Accountants

FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner

M.No. 443450

For, ASHOKA METCAST LIMITED**SHALIN A SHAH**

MANAGING DIRECTOR

DIN: 00297447

ASHOK C SHAH

DIRECTOR

DIN: 02467830

PLACE: AHMEDABAD

DATE : 30/06/2021

UDIN :21443450AAAAPT9911

DIVYARAJ SINH ZALA

COMPANY SECRETARY

SUBHA RANJAN DAS

CHIEF FINANCIAL OFFICER

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

NOTE: 1 SIGNIFICANT ACCOUNTING POLICIES

CORPORATE INFORMATION

ASHOKA METCAST LIMITED was incorporated on 29/07/2009. Formerly known as Tanya Estates Private Limited was converted into Ashoka Metcast Private Limited and then further into Ashoka Metcast Ltd. The Company has been promoted by Mr. Shalin Shah.

BASIS OF PREPARATION OF STANDALONE FINANCIAL STATEMENTS

The Standalone Financial Statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these Standalone Financial Statements to comply in all material respects, with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 2013. The Standalone Financial Statements have been prepared on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of standalone financial statements are consistent with those of previous year except for the change in accounting policy, if any explained below.

(i) Basis for Accounting

The standalone financial statements are prepared under the historical cost convention on an accrual basis of accounting in accordance with the Generally Accepted Accounting Principles, Accounting Standards notified under Section 133 of the Companies Act, 2013 and the relevant provisions thereof except those specified otherwise.

(ii) Use of Estimates and Judgments

In preparation of the standalone financial statements, the Company is required to make judgments, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected. Significant judgments and estimates about the carrying amount of assets and liabilities include useful lives of tangible and intangible assets, impairment of tangible assets, intangible assets including goodwill, investments, employee benefits and other provisions and recoverability of deferred tax assets.

(iii) Valuation Of Inventories:

The cost of inventory is determined on First in First Out method on relevant categories of inventories on a consistent basis after providing for obsolete, slow moving and defective inventories wherever necessary.

The cost of inventory consists of cost of purchase, cost of conversion and cost incurred in bringing the inventory to their present location and condition.

Inventories have been valued at lower of cost and net realizable value. However, no stock is held by the company as on balance sheet date.

(iv) Revenue Recognition:

All known income and expenditure quantifiable till the date of finalization of accounts are accounted on accrual basis when virtual certainty is established.

a) Revenue from Operation:

Sales revenue is recognized when property in the goods with all risk rewards and effective control of goods usually associated with ownership are transferred to buyer at price. Sales comprise trading sales and are exclusive of excise duty and local taxes and sales return.

The various Discounts and rate differences on the Sales those accepted/rejected are accounted in the year, however if the same is of material amount effecting the current year profit/loss are separately shown under the Prior Period head of the profit and loss account.

b) Other operational revenue

Other operational revenue represent income earned from the activities incidental to the business and is recognized when the right to receive the income is established as per the terms of the contract.

c) Other Income:

Interest income is recorded at accrued or due whichever is earlier at applicable interest rate and other items of other income are accounted as and when the right to receive arises.

(v) Tangible Assets:

a) Tangible Fixed Assets:

Fixed assets are stated at cost less accumulated depreciation. Cost comprises purchase price including import duties and other non-refundable taxes or levies, expenditure incurred in the course of construction or acquisition, administrative and other general overhead expenses that are directly attributable to the cost of bringing the asset to its working condition for the purpose of use for the business.

b) Base of measurement followed by the Company is "Cost Model."

(vi) Intangible Assets:

Intangible Assets are recorded at acquisition cost when the asset is identifiable, non- monetary in nature, without physical substance and it is probable that such expenditure is to result in future economic benefits to the entity.

(vii) Depreciation:

Freehold land is not depreciated. Other items of the tangible assets are depreciated over the useful life of the assets prescribed in the Part C of the Schedule II of the Companies Act, 2013. The value of the asset for depreciation over the period is considered reducing the determined residual value of the asset not more than 5% of the asset. Residual value for building has been considered at 5%. In respect of other assets residual value has been taken at NIL rate. For the purpose of calculation of Depreciation, the method followed by company is Straight Line Method (SLM). The depreciation is provided from the date of the asset ready to use for the commercial operations. The useful lives taken for the purpose of depreciation of different assets are prescribed as follows:

Particulars	Useful Life
Furniture and Fixtures	10 years
Office Equipment	5 years
Computers	3 years
Electric Installation	10 years

(viii) Consolidated Financial Statement

As per the requirement and rules of the consolidated financial statement, the company will follow the same for the preparation of consolidated financial Statement as and when it is required.

(ix) Investment in Associates in Consolidated financial Statement:

As per the requirement and rules of the consolidated financial statement, the company will follow the same for the preparation of consolidated financial Statement.

(x) Leases:

Assets taken on lease by the Company in its capacity as lessee, where the Company has substantially all the risks and rewards of ownership, are classified as finance lease. Such a lease is capitalized at the

inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognized for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognized as operating leases. Lease rentals under operating leases are recognized in the statement of profit and loss on a straight-line basis.

(xi) Government Grants:

- a) Government grants of the nature of contribution towards capital expenditure (to the extent utilized in the year) are treated as of Capital Fund.
- b) Government grants for meeting the revenue expenditure are treated as income of the year in which they are realized, except that they will be treated as accrued income where sanctions have been issued before the last day of the year and there is reasonable certainty of collection and realization.
- c) Unutilized government grants are treated as funds to be carried forward and refunded, as per government directions and exhibited as a Liability.

(xii) Foreign currency transaction:

- a) Transaction denominated in foreign currencies is normally recorded at the exchange rate prevailing at the time of the transaction.
- b) Monetary items denominated in foreign currencies at the year-end are restated at yearend rates. In case of monetary items which are covered by forward exchange contract, the difference between the yearend rate and rate on the date of contract is recognized as exchange difference and the premium paid on forward contract has been recognized over the life of the contract if the forward contract is entered.
- c) Any income or expense on account of exchange difference either on settlement or on translation at the year-end rate is recognized in the profit and loss account except for such adjustment of exchange difference arising on long term foreign currency monetary items in so far they are relatable to the acquisition of a depreciable capital assets which are adjusted to the cost of assets and depreciated over the remaining useful life of such assets.
- d) The premium or discount on the Forward Exchange Contract entered into hedge foreign currency risk of an existing asset/liability is recognized / amortized as an income/expense over the life of the contract in the statement of profit and loss account for the trade transaction and capitalized to the asset in case the same is capital expenditure.

(xiii) Cash Flow Statement:

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

(xiv) Impairment of Tangible and intangible assets:

The Management periodically assesses using external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognized wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal.

An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that

would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

As per Accounting Standard(AS-28) impairment of assets the company has carried the impairment test during the year. Resultant it is found that there is no material impairment loss in the carried cost in the assets in the books. The recoverable amount is not material, lower than the carrying amount in the accounts hence the same is not considered.

(xv) Investment:

All the investment held by the company is long term investments. The investments are valued at their cost of acquisition plus incidental expenses for the acquisition if any incurred, irrespective of any diminution in the value of investments. Provisions for diminution in the value of long-term investments are made only if such decline is other than temporary in the opinion of the management.

(xvi) Provisions and Contingent liabilities:

Provisions are recognized when the present obligation of the past event gives rise to a probable outflow embodying economic benefits on settlement, and the amount of obligation can be reliably estimated.

Contingent liabilities are disclosed after careful evaluation of facts and legal aspects of the matter involved.

Provisions and contingent liability are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

(xvii) Provision for Current and Deferred Tax:

Taxes on income are computed using Tax Deferral Assets or Liability method where taxes accrue in the same period, the respective revenue and expenses arises. The differences that result between the profit offered for income tax and the profit as per standalone financial statements are identified and Deferred Tax Liability is recognized for timing difference, that originate in one accounting period and reverse in another based on the tax effect of the prevailing enacted regulation in force.

Deferred Tax Assets are recognized subject to prudence, only, if there is reasonable certainty that they will be realized and are subject to appropriate reviews at each balance sheet date for the purpose of measurement of Deferred Tax Liability or Assets, the applicable tax rates and enacted regulations expected to apply in the year in which the temporary differences are expected to be recovered or settled are applied.

Minimum Alternative Tax Credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay Taxes on Taxable Income furnishing the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of credit to the profit and loss statement and shown as MAT Credit entitlement.

For current year, the Company has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized provision for taxation and re-measured its deferred tax liabilities basis the rate prescribed in the said Section. The impact of such change has been recognized over the year ended March 31, 2020 since the Company has used effective tax rate for full financial year.

(xviii) Borrowing Cost:

Borrowing cost directly attributable and/or funds borrowed generally and used for the purpose of acquisition/construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized, at its capitalization rate to expenditure on that assets, for the period, until all activities necessary to prepare qualifying assets for its intended use are complete. All other borrowing costs are recognized as an expense in the year in which they are incurred.

(xix) Retirement Benefits:

Company does not have any defined benefit plan. The company does not permit accumulating of unused leaves. The company does not provide any long-term employee benefits.

(xx) Sundry Debtors:

No provision has been made for the bad and doubtful debts. The bad debts are charged to revenue in the year of, as and when they arise.

(xxi) Earnings Per Share:

Basic Earnings Per share are 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 calculation of Diluted Earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential shares.

(xxii) Cash & Cash Equivalents:

Cash and cash equivalents for the propose of cash flow statement comprise of cash in hand, cash at bank, fixed deposit, margin money deposit and short-term deposit in bank with original maturity of 12 months or less.

(xxiii) Segment Reporting**(a) Primary Segment Reporting (Business Segment):**

During the year company is in 2 business segments that is trading of goods and trading of steel, hence the reporting on the primary business segment in pursuance to Accounting Standard No.17 issued by ICAI has been disclosed in "Disclosure to the Standalone Financial Statement".

(b) Secondary Reporting (Geographical Segment) :

Geographical environment in which company operates does not materially differ considering the political and economic environment, the type of customers, assets employed and the risk associated in respect of each of the geographical area. Hence the reporting on the secondary business segment in pursuance to accounting Standard No. 17 issued by ICAI is not applicable.

DISCLOSURE TO THE STANDALONE FINANCIAL STATEMENTFOR THE YEAR ENDED ON 31ST MARCH, 2021:**(i) Accounting for Taxes on Income:**

- (a) Deferred tax assets/liabilities Charges/credit during the year has been given in Note to financial statements.
- (b) The provision of current taxes has been made in the accounts as the taxable income computed as per Income Tax Act, 1961.

(ii) Related Party Disclosures:

List of related parties with whom transactions have taken place during the year are as follows:

Name of the person	Relation with the Company
Lesha Industries Ltd.	Enterprise significantly influenced by KMP.
Rhetan Rolling Mills Pvt. Ltd.	Wholly owned Subsidiary Company
Vivanza Bioscience Ltd.	Associate Company
Shalin Shah	Director
Ashok Shah	Director
Bhumika Thakkar	Company Secretary (Previous)
Divyarajsinh Zala	Company Secretary

➤ **Transactions with the Related parties**

The transactions entered during the year along with nature and volumes of transactions are tabulated as below and the same are at length's price.

Sl.	Nature of Transactions	Current Year	Previous Year
1	Remuneration	64000	120000
2	Loan Taken	412000	1535000
3	Loan Repaid	2107000	23260000
4	Rent Expense	154000	154000
5	Reimbursement of expense	23000	23364
6	Loan Given	-	9950000
7	Repayment of Loan granted	74000000	-
8	Investment made	74000000	-

(xxiv) Foreign currency transactions**a) Functional and presentation currency**

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

b) Transactions and balances

During the year, company has not entered into foreign currency transaction.

(iii) Segmentation Reporting:**(a) Primary Segment Reporting (Business Segment):**

The reporting on the primary business segment in pursuance to Accounting Standard No.17 issued by ICAI has been made as under:

Segment – Wise Revenue, Results and Capital Employed		
Particulars	Year Ended	
	31/03/2021 Audited	31/03/2020 Audited
1. Segment Revenue		
(a) Steel	0.00	42.01
(b) Trading of Goods	220.85	155.68
(c) Others	0.00	0.00
Total	220.85	197.69
Less: Inter Segment Revenue	-	-
Net sales/Income From Operations	220.85	197.69
2. Segment Results		
(a) Steel	0.00	0.19
(b) Trading of Goods	26.40	25.11
(c) Others	0.06	0.15
Total	26.46	25.45

Segment – Wise Revenue, Results and Capital Employed		
Particulars	Year Ended	
	31/03/2021 Audited	31/03/2020 Audited
Less: (i) Other Un-allocable Expenditure net off	(26.90)	(29.75)
Total Profit Before Tax	(0.44)	(4.30)
3. Capital Employed (Segment assets – Segment Liabilities)		
(a) Steel Operation	270.20	367.20
(b) Trading of Goods	0.00	44.11
(c) Other Unallocable items	1855.05	1717.53
Total	2125.25	2128.83

(iv) Earnings Per Share:

Particulars	2020-21	2019-20
Profit Available to Equity Share Holders (A)	(37,456)	(3,21,855)
Number of Equity Share at the beginning	1,07,10,000	1,07,10,000
Shares allotted during the year by way of bonus	-	-
Proportionate No. of Equity Shares (B)	1,07,10,000	1,07,10,000
Basic Earnings Per Share (A/B)	(0.001)	(0.03)
Potential Earnings (C)	(37,456)	(3,21,855)
Potential No. of Equity Shares (D)	1,07,10,000	1,07,10,000
Diluted Earnings Per share (C/D)	(0.001)	(0.03)

- (v) Ashoka Metcast has given corporate guarantee on behalf of Rhetan Rolling Mills Pvt. Ltd. (a wholly owned subsidiary) to Punjab National Bank.
- (vi) Previous year figures have been regrouped and rearranged as and when required to bring uniformity in comparison with current year figures.

As per our attached Interim Audit report of even date

For, SUNIL PODDAR & CO.

Chartered Accountants
FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner
M.No. 443450

For, ASHOKA METCAST LIMITED

SHALIN A SHAH
MANAGING DIRECTOR
DIN: 00297447

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DIVYARAJ SINH ZALA **SUBHA RANJAN DAS**
COMPANY SECRETARY CHIEF FINANCIAL OFFICER

NOTES TO THE FINANCIAL STATEMENTS**Note - 2 : SHARE CAPITAL**

Sr. No.	Particulars	As at	
		31st March, 2021	31st March, 2020
1.	AUTHORISED EQUITY SHARE CAPITAL		
-	1,10,00,000 Equity Shares of Rs. 10/- each	11,00,00,000	11,00,00,000
2.	ISSUED, SUBSCRIBED & PAID UP EQUITY SHARE CAPITAL		
-	1,07,10,000 Equity Shares of Rs.10/- each, fully paid.	10,71,00,000	10,71,00,000
		10,71,00,000	10,71,00,000

3. Reconciliation of number of shares outstanding at the beginning & at the end of the reporting year

Particulars (Equity shares of Rs. 10 each)	As at 31st March, 2021		As at 31st March, 2020	
	No. of Share	Value Rs.	No. of Share	Value Rs.
- At the beginning of the year	1,07,10,000	10,71,00,000	1,07,10,000	10,71,00,000
- Movement during the period	-	-	-	-
- Outstanding at the end of the period	1,07,10,000	10,71,00,000	1,07,10,000	10,71,00,000

4. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholders (Equity shares of Rs. 10 each)	As at 31st March, 2021		As at 31st March, 2020	
	No. of Share held	% of Holding	No. of Share held	% of Holding
Shalin A. Shah	18,55,000	17.32%	18,55,000	17.32%
Leena A. Shah	5,59,700	5.23%	5,59,700	5.23%
Shalin A. Shah HUF	17,95,000	16.76%	17,95,000	16.76%

The Company has only one class of issued shares i.e. Ordinary Shares having par value of Rs.10/- per share. Each holder of ordinary share is entitled to one vote per share and equal right for dividend. In the event of liquidation, the ordinary shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

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.

No Ordinary Shares have been bought back by the Company during the period of 5 years preceding the date as at which the Balance sheet is prepared.

Note - 3 : RESERVES & SURPLUS

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
(a)	Securities Premium Reserve	10,70,00,000	10,70,00,000
(b)	Profit & Loss Account		
	Balance brought forward from previous year	(12,16,996)	(11,79,989)
	Add: Profit for the period	(37,456)	(3,21,855)
	Add DTL / DTA Adjusted for Previous years	(3,19,859)	2,84,848
	Surplus in the statement of Profit & Loss Account	(15,74,310)	(12,16,996)
	TOTAL	10,54,25,690	10,57,83,004

Note - 4 : LONG TERM BORROWING

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Unsecured		
	Loans & advances from related parties	-	16,95,000
	TOTAL	-	16,95,000

Note - 5 : OTHER NON CURRENT LIABILITIES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Unsecured		
	Advance received for long term contracts	82,07,000	2,82,07,000
	TOTAL	82,07,000	2,82,07,000

Note - 6 : TRADE PAYABLES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Sundry Payables		
	Dues to micro and small enterprises	-	-
	Dues to Others	39,34,760	39,34,760
	TOTAL	39,34,760	39,34,760

Note:-

The Company do not have the details of MSME status of their creditors. Hence the company is unable to separate dues to SME and non SME and henceforth they have disclosed all the creditors under the status of non SME.

Note - 7 : OTHER CURRENT LIABILITIES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Other Payables		
	Duties and Taxes	7,500	2,353
	Unpaid Expenses	96,720	77,622
	Creditors for Expenses		
	- Dues to micro and small enterprises	-	-
	- Dues to Others	5,80,635	1,79,302
	TOTAL	6,84,855	2,59,277

Note:-

The Company do not have the details of MSME status of their creditors. Hence the company is unable to separate dues to SME and non SME and henceforth they have disclosed all the creditors under the status of non SME.

NOTE - 8 PROPERTY, PLANT AND EQUIPMENT

NO.	NAME OF THE ASSET	GROSS BLOCK			DEPRECIATION			NET BLOCK			
		As at 01.04.2020	Additions	Deduction	As at 31.03.2021	As at 01.04.2020	Additions	Deduction	Up to 31.03.2021	As at 31.03.2021	As at 31.03.2020
A)	Tangible Assets										
	Office Equipment	3,07,532	3,66,141	-	6,73,673	95,947	94,568	-	1,90,515	4,83,158	2,11,585
	Furniture & Fixtures	23,35,751	-	-	23,35,751	3,56,080	1,89,509	-	5,45,588	17,90,163	19,79,672
	Computer	1,26,722	-	-	1,26,722	87,492	8,244	-	95,735	30,987	39,231
	Electric Installations	2,08,351	-	-	2,08,351	29,996	17,160	-	47,156	1,61,195	1,78,355
	Total	29,78,356	3,66,141	-	33,44,497	5,69,514	3,09,480	-	8,78,994	24,65,503	24,08,842
	Previous years	29,78,356	-	-	29,78,356	2,69,533	2,99,981	-	5,69,514	24,08,842	27,08,823

Note - 9 : NON CURRENT INVESTMENT

S.I.	Particulars	No. of shares		As at	
		31st March , 2021	31st March , 2020	31st March , 2021	31st March , 2020
	Investment in Equity Shares (Non Trade)				
(i)	Quoted Others				
	Lesha Industries Ltd	6,19,490	6,19,490	35,91,568	35,91,568
	Gujarat Natural Resources Ltd.	3,50,000	3,50,000	23,90,850	23,90,850
	Mena Mani Industries Ltd	12,50,000	12,50,000	2,50,00,000	2,50,00,000
	Ashnisha Industries Limited	1,65,197	1,65,197	56,17,582	56,17,582
	In Related Parties (Associate)				
	Vivanza Biosciences Limited	9,50,000	9,50,000	95,00,000	95,00,000
(ii)	Non Quoted In Related Parties (Wholly Owned Subsidiary)				
	Rhetan Rolling Mills Pvt Ltd	11,40,000	4,00,000	11,40,00,000	4,00,00,000
	TOTAL			16,01,00,000	8,61,00,000
	Market value of Quoted Investment			14,55,16,297	2,62,74,377
	Book Value of Unquoted Investments			11,40,00,000	4,00,00,000

Note - 10 : LONG TERM LOANS AND ADVANCES

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
	Unsecured		
	Loans and advances to related parties	2,11,35,000	9,51,35,000
	Others loans and advances	84,54,000	1,31,96,000
	TOTAL	2,95,89,000	10,83,31,000

Note - 11: DEFERRED TAX LIABILITIES/(DEFERRED TAX ASSETS)

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Opening Balance	4,21,103	27,995
	Add/(Less) : On account of timing difference	(3,431)	(5,822)
	Add/(Less) : On account of current year losses	10,858	1,14,082
	Add / (Less) : Earlier Year DTA adjustment	(3,19,859)	2,84,848
	Closing balance	1,08,672	4,21,103

Deferred tax is recognized only on timing difference between the accounting income and taxable income, which are capable of reversal in subsequent periods.

Deferred assets on carried forward business loss and unabsorbed depreciation is recognized only if management certifies with virtual certainty & convincing evidence that there will be sufficient future taxable income.

Value of deferred tax is assessed on each balance Sheet date and any change in value is recognized in the profit & loss appropriation account.

Note - 12 : OTHER NON CURRENT ASSETS

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Others		
	MAT Credit Entitlement		15,244
	Preliminary Expense not written off	2,90,760	5,81,520
	Public Issue expense not written off	10,11,117	20,22,229
		13,01,877	26,18,993

Note - 13 : TRADE RECEIVABLES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Outstanding for a period exceeding six months from its due date		
	Unsecured, Considered Good :	2,69,98,112	3,66,98,112
	Others		
	Unsecured, Considered Good :	39,56,530	83,67,042
	TOTAL	3,09,54,642	4,50,65,154

Note - 14 : CASH AND CASH EQUIVALENTS

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Balances with Banks		
	- In Current Account	1,62,174	10,71,106
	Cash on hand	1,23,667	1,18,687
	TOTAL	2,85,841	11,89,793

Note - 15 : OTHER CURRENT ASSETS

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Balance with Revenue Authorities (GST Credit)	5,39,197	8,41,156
	Others		
	Advance for expenses	7,574	2,999
	TOTAL	5,46,771	8,44,155

Note - 16 : REVENUE FROM OPERATIONS

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Sale of Products	2,20,85,370	1,97,68,650
	TOTAL	2,20,85,370	1,97,68,650

Note - 17 : OTHER INCOME

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Miscellaneous Income	6,252	15,324
	TOTAL	6,252	15,324

Note - 18: PURCHASE OF STOCK IN TRADE

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Purchase of stock in trade	1,94,44,950	1,72,39,200
	TOTAL	1,94,44,950	1,72,39,200

Note - 19: EMPLOYEE BENEFIT EXPENSE

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Salaries, Bonus & Allowances	3,50,000	2,76,000
	TOTAL	3,50,000	2,76,000

Note - 20: DEPRECIATION & AMORTISATION

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Depreciation	3,09,480	2,99,981
	Amortisation Expenses	13,01,872	13,01,873
	TOTAL	16,11,352	16,01,854

Note - 201: FINANCE COST

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Bank Charges	3,001	1,465
	TOTAL	3,001	1,465

Note - 22 : OTHER EXPENSES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Audit Fees	60,000	40,000
	Legal & Professional Expense	60,000	7,500
	E-Voting Expenses	15,000	21,000
	Roc Fees	7,200	16,200
	Rent Expense	1,30,504	1,30,504
	Monitoring Expenses	10,000	-
	Rates & Taxes	15,375	-
	Advertising Expenses	14,725	25,450
	Market Making Fees expense	-	4,80,000
	Share Transfer Expense	31,100	34,029
	Stationery & Printing Expense	11,475	-
	Software Expenses	8,735	-
	Office expense	45,905	39,324
	Annual Listing Fees	1,15,000	94,200
	Repair and Maintenance	19,900	23,566
	Electricity expense	1,40,950	1,80,030
	Telephone & Internet Expenses	20,383	-
	Conveyance Expense	20,950	3,768
	TOTAL	7,27,202	10,95,570

As per our attached Interim Audit report of even date

For, SUNIL PODDAR & CO.

Chartered Accountants
FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner
M.No. 443450

PLACE: AHMEDABAD

DATE : 30th July, 2020

UDIN : 20443450AAAALO8628

For, ASHOKA METCAST LIMITED

SHALIN A SHAH
MANAGING DIRECTOR
DIN: 00297447

BHUMIKA THAKKAR
COMPANY SECRETARY

PLACE: AHMEDABAD

DATE : 30th July, 2020

ASHOK C SHAH
DIRECTOR
DIN: 02467830

SUBHA RANJAN DAS
CFO

Independent Auditor's Report

To the Members of Ashoka Metcast Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Opinion

We have audited the accompanying consolidated financial statements of Ashoka Metcast Limited ('the Holding Company') which includes its wholly owned subsidiary (the holding company and its subsidiary together referred as group) its associates which comprise the consolidated balance sheet as at 31 March 2021, the consolidated statement of profit and loss, and consolidated cash flow statement for the year ended, and a summary of significant 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 report of other auditors on separate financial statements of associate 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 Accounting standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the consolidated state of affairs of the group, its associates as at 31 March 2021, and consolidated profit and loss statement and its consolidated cash flows 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) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the consolidated Financial Statements section of our report. We are independent of the group and its associate in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended March 31, 2021. 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.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Financial Statements.

Sr. No.	Key Audit Matter	How our audit addressed the key audit matter
1.	At the year end, the Holding Company has granted an interest free loan to its wholly owned subsidiary. We consider granting loan to Subsidiaries as a key audit matter as it constitutes significant percentage of loan given.	We have verified the relevant records and found in accordance with company's policy. Based on the above procedure and, in our opinion the management's determination is considered to be reasonable.
2.	As at March 31, 2021, the holding company has investments of Rs. 1601.00 lacs as on March 31, 2021 in the quoted and unquoted equity shares. Majority of the investment is in related parties which constitutes around 77.13% of the total investments as on reporting date. Accordingly, the same has been considered as a key audit matter.	Our audit procedures included and were not limited to the following: <ul style="list-style-type: none"> • Reviewed the fair value of the investment provided by the management and tested for the impairment as on reporting date. • We also involved internal experts to assess the Company's valuation methodology and assumptions, applied in determining the fair value and testing for impairment loss if any. • Reviewed the disclosures made by the Company in the financial statements.

Information Other than the Financial Statements and Auditors' Report Thereon

The Holding Company's Board of Directors is 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 such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, 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 for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, 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 group and its associate and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management of group and its associate is responsible for assessing the group's and its associate'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 group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group and of its associates are also responsible for overseeing the financial reporting process of the Group and of its associates.

Auditor's Responsibility for the audit of 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 auditors' 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 judgment and maintain professional scepticism 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 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 group's and of its associate's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the group and its associate 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.

We communicate with those charged with governance of holding company and such other entities included in the consolidated financial statements 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 consolidated Financial Statements for the financial year ended March 31, 2021. We describe these matters in our auditors' 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

The Consolidated Financial Statements include the Group's share of net profit amounting Rs. 2.37 lakh for the year ended 31st March, 2021, as considered in the Consolidated Financial Statements, in respect of one associate, whose financial statements have been audited by other auditor and whose report have been furnished to us by the Management. Our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of this associate, and our report in terms of sub-sections (3) of Section 143 of the Act, insofar as it relates to the aforesaid associate, is based solely on the report of such auditor.

Our opinion on the Consolidated Financial Statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143 (3) of the Act, based on our audit and on the considerations of report of other auditor on separate financial statements of associate as noted in the 'other matter' paragraph we report, to the extent applicable, that:
 - (a) we / other auditors whose report we have relied upon 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 consolidated financial statements.
 - (b) in our opinion proper books of account as required by law relating to the preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and report of the other auditors;
 - (c) the consolidated balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the aforesaid 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 the companies (Accounting Standards) Rules 2015 as amended.
 - (e) on the basis of the written representations received from the directors of the holding company as on 31 March 2021 taken on record by the Board of Directors of the holding company and the reports of statutory auditors who are appointed under section 139 of the act, of its associate, none of the directors of group and of its associate are disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting with reference to these consolidated financial statements of holding company and its wholly owned subsidiary and its associate and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - (g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiary and associate, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Holding Company, its subsidiary and associate to their directors in accordance with the provisions of Section 197 read with Schedule V to the Act;

- (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The group and its associate does not have any pending litigations which would impact its financial position.
 - ii. The group and its associate is not required to make provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts as the group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amount which were required to be transferred, to the Investor Education and Protection Fund by the Company.

FOR, **SUNIL PODDAR & CO..**
(Chartered Accountants)
Firm Reg. No 110603W

Date : 30/06/2021
Place : Ahmedabad
UDIN :21443450AAAAPU1132

[CA PANKAJ AGARWAL]
Partner
M. No. 443450

Annexure - A to Independent Auditors' Report of even date on the Consolidated Financial Statement of the Ashoka Metcast Limited ("the Company")**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated financial statements of Ashoka Metcast Limited as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of Ashoka Metcast Limited (hereinafter referred to as the "Holding Company") and its wholly owned subsidiary company, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its wholly owned subsidiary company and associate are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these 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") and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these 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 over financial reporting with reference to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these 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 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 auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated financial statements.

Meaning of Internal Financial Controls over Financial Reporting with reference to this consolidated financial statement

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control over financial reporting includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the group;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the group are being made only in accordance with authorisations of management and directors of the group; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the group's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion the holding company and its wholly owned subsidiary, in all material respects, have maintained an adequate internal financial controls system over financial reporting and were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the holding 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 ICAI.

Other Matters

Our report under Section 143(3) (i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements of the Holding Company, in so far as it relates to a subsidiary company and an associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such associate company.

Date : 30/06/2021
Place : Ahmedabad
UDIN :21443450AAAAPU1132

FOR, **SUNIL PODDAR & CO..**
(Chartered Accountants)
Firm Reg. No 110603W

[CA PANKAJ AGARWAL]
Partner
M. No. 443450

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2021

Particulars	Note No	As at 31st March, 2021	As at 31st March, 2020
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	2	10,71,00,000	10,71,00,000
(b) Reserves and Surplus	3	9,76,33,912	9,64,19,443
(c) Money received against share warrants		-	-
2 Share application pending for allotment		-	-
3 Non Current Liabilities			
(a) Long-term borrowings	4	12,76,43,849	6,07,30,370
(b) Deferred Tax Liabilities (Net)	5	71,98,582	64,27,206
(c) Other Long term Liabilities	6	82,07,000	2,82,07,000
(d) Long term Provisions		-	-
4 Current Liabilities			
(a) Short-term Borrowings	7	10,07,71,730	8,52,30,581
(b) Trade Payable	8		
total outstanding dues of micro enterprises and small enterprises		-	-
total outstanding dues of creditors other than micro enterprises and small enterprises		3,99,78,807	4,85,66,062
(c) Other Current Liabilities	9	2,08,49,176	48,48,079
(d) Short Term Provisions	10	6,26,184	3,00,963
TOTAL RS...		51,00,09,240	43,78,29,704
II. ASSETS			
1 Non-current Assets			
(a) Fixed Assets	11		
(i) Tangible Assets		8,89,10,264	9,18,63,623
(ii) Capital Work In Progress		-	-
(b) Non Current Investments	12	5,46,68,961	5,44,31,975
(c) Long Term loans and advances	13	3,47,77,396	3,23,49,661
(d) Goodwill on consolidation		2,35,43,765	2,35,43,765
(e) Deferred Tax Assets (net)			
(f) Other Non Current Assets	14	58,32,672	85,19,664
2 Current Assets			
(a) Current Investements			
(b) Short Term Loans and Advances			
(c) Inventories	15	11,57,94,700	8,47,25,229
(d) Trade Receivables	16	17,12,50,016	11,82,69,590
(e) Cash and cash equivalents	17	21,44,846	26,27,925
(f) Other Current Assets	18	1,30,86,620	2,14,98,273
TOTAL RS...		51,00,09,240	43,78,29,704
NOTES TO ACCOUNTS	1		

Notes referred to above and notes attached there to form an integral part of Balance Sheet

This is the Balance Sheet referred to in our Report of even date.

For, SUNIL PODDAR & CO.

Chartered Accountants

FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner

M.No. 443450

PLACE: AHMEDABAD

DATE : 30/06/2021

UDIN : 21443450AAAAPU1132

For, ASHOKA METCAST LIMITED

SHALIN A SHAH

MANAGING DIRECTOR

DIN: 00297447

ASHOK C SHAH

DIRECTOR

DIN: 02467830

DIVYARAJ SINH ZALA

COMPANY SECRETARY

SUBHA RANJAN DAS

CHIEF FINANCIAL OFFICER

AUDITED CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2021

Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
I. INCOME			
Revenue from operations (Net)	19	54,29,74,939	21,98,52,423
II Other Income	20	4,18,172	7,57,505
III Total Revenue (I + II)		54,33,93,110	22,06,09,927
IV Expenses			
Cost of Material Consumed	21	47,40,41,981	19,31,64,660
Purchase of Stock In Trade	22	1,94,44,950	1,72,39,200
Change in Inventories	23	(4,06,62,606)	(3,66,13,466)
Employee Benefits Expense	24	1,17,43,842	56,30,194
Finance Costs	25	98,00,018	29,96,198
Depreciation and amortisation expense	26	64,41,131	41,46,538
Other Expenses	27	6,08,34,936	3,30,66,323
Total Expenses (IV)		54,16,44,251	21,96,29,648
V Profit/(Loss) before exceptional & extraordinary items and Tax (III-IV)		17,48,859	9,80,280
VI Exceptional items		-	-
VII Profit before extraordinary items and tax [V-VI]		17,48,859	9,80,280
VIII Extraordinary Items			
IX Profit before Tax (VII - VIII)		17,48,859	9,80,280
X Tax Expense :			
(1) Current Tax		-	-
(2) Deferred Tax (Expense)/Revenue		4,51,518	2,44,894
(3) Mat Credit Entitlement		-	-
XI Profit for the period from continuing operations		12,97,341	7,35,386
XII Profit from discontinuing operation		-	-
XIII Tax Expense of discontinuing operations		-	-
XIV Add/(Less): Share in Associate		2,36,987	(4,83,912)
XV Profit for the period [XI+XIV]		15,34,328	2,51,474
XVI Earning Per Share:			
- Basic		0.14	0.02
- Diluted		0.14	0.02

Notes to Accounts: Notes refer above & notes attached thereto form an integral part of profit & loss statement.

This is the Profit & Loss Statement referred to in our Report of even date.

For, SUNIL PODDAR & CO.

Chartered Accountants
FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner
M.No. 443450

PLACE: AHMEDABAD

DATE : 30/06/2021

UDIN : 21443450AAAAPU1132

For, ASHOKA METCAST LIMITED

SHALIN A SHAH

MANAGING DIRECTOR
DIN: 00297447

DIVYARAJ SINH ZALA
COMPANY SECRETARY

ASHOK C SHAH

DIRECTOR
DIN: 02467830

SUBHA RANJAN DAS

CHIEF FINANCIAL OFFICER

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2021

PARTICULARS	2020-21	2019-20
A. CASH FLOWS FROM OPERATING ACTIVITIES :		
Net Profit before tax as per Profit & Loss Account	17,48,859	9,80,279
Adjustment for :		
Depreciation	50,17,459	27,22,865
Preliminary Expenses Written Off	26,71,748	76,89,207
	20,47,711	47,70,576
Operating Profit before Working Capital Changes	94,38,066	57,50,855
Working Capital Changes		
Adjustment for		
Trade Receivables	(5,29,80,426)	(6,07,71,478)
Other current Assets	84,11,653	(1,34,13,120)
Inventory	(3,10,69,471)	(8,47,25,229)
Other Current Liabilities	1,60,01,097	38,18,511
Non Current Liabilities	(2,00,00,000)	-
Non Current Assets	15,244	
Trade Payable & Other Liabilities	(82,62,034)	4,88,67,025
Net Changes in Working Capital	(8,78,83,938)	(10,62,24,291)
Cash Generated from operations	(7,84,45,872)	(10,04,73,436)
Cash Flow from Exceptional Claim	-	-
Direct Tax Paid During the Year (Net off Refund Received)	-	-
NET CASH FROM OPERATING ACTIVITIES	(7,84,45,872)	(10,04,73,436)
B. CASH FLOWS FROM INVESTING ACTIVITIES :		
Dividend Income		-
Receipt of loan given	(24,27,735)	1,34,41,385
Sale of Property Plant & Equipment		9,08,00,629
Purchase of Property Plant & Equipment	(20,64,100)	(10,67,86,784)
NET CASH FLOW FROM INVESTING ACTIVITIES	(44,91,835)	(25,44,770)
C. CASH FLOWS FROM FINANCING ACTIVITIES :		
Proceed from Unsecured Loan	6,69,13,479	1,26,55,370
Payment of Unsecured Loan		
Share Issue Expense	-	-
Receipt from Short Term Loans	1,55,41,149	8,52,30,581
NET CASH FROM FINANCING ACTIVITIES	8,24,54,628	9,78,85,951
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(4,83,079)	(51,32,255)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	26,27,925	77,60,180
CASH AND CASH EQUIVALENTS AT THE CLOSE OF THE YEAR	21,44,846	26,27,925

As per our attached Interim Audit report of even date

For, SUNIL PODDAR & CO.

Chartered Accountants

FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner

M.No. 443450

For, ASHOKA METCAST LIMITED**SHALIN A SHAH**

MANAGING DIRECTOR

DIN: 00297447

ASHOK C SHAH

DIRECTOR

DIN: 02467830

PLACE: AHMEDABAD

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DIVYARAJ SINH ZALA

COMPANY SECRETARY

SUBHA RANJAN DAS

CHIEF FINANCIAL OFFICER

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

NOTE: 1 SIGNIFICANT ACCOUNTING POLICIES

CORPORATE INFORMATION

ASHOKA METCAST LIMITED was incorporated on 29/07/2009. Formerly known as Tanya Estates Private Limited was converted into Ashoka Metcast Private Limited and then further into Ashoka Metcast Ltd. The Company has been promoted by Mr. Shalin Shah.

BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these Consolidated Financial Statements to comply in all material respects, with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 2013. The Financial Statements have been prepared on an accrual basis and under the historical cost convention.

1. Basis of preparation

a) Compliance with AS

These consolidated financial statements have been prepared in accordance with the Accounting Standards (hereinafter referred to as the 'AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

b) Basis of consolidation

The Company consolidates all entities which are controlled by it.

The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over relevant activities of the entity.

Entities controlled by the Company are consolidated from the date control commences until the date control ceases.

All inter-company transactions, balances, income and expenses are eliminated in full on consolidation.

Principle of Consolidation:

The Consolidated financial statements (CFS) relate to Ashoka Metcast Limited ("The Company"), its subsidiary company and its associate company. The CFS have been prepared in accordance with Accounting Standard 21 on "Consolidated Financial Statements" (AS-21) notified by Companies (Accounting Standards) Rules, 2006 on following basis:

- (a) The financial statements of the company and its subsidiary company have been combined on a line to line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra group transactions resulting in unrealized profit or losses as per Accounting Standard 21 on "Consolidated Financial Statements" (AS-21) notified by Companies (Accounting Standards) Rules, 2006.
- (b) The difference between the Cost of Investments in the subsidiary and the Company's share of net assets at the time of acquisition of shares in the subsidiary is recognized in the financial statements as Goodwill or capital reserve on consolidation as the case may be.
- (c) Minority Interest in the net assets of consolidated subsidiary is identified and presented in the Consolidated Balance Sheet separately from liabilities and the Equity of Company's shareholders (including preference shareholders). Minority Interest in the net assets of consolidated subsidiary consists of - Amount of equity and preference shares attributable

to minorities at the date on which investment in subsidiary is made - The minority's share of movements in equity since the date the parent subsidiary relationship came into existence.

- (d) Minority's interest's share of net profit/loss for the year consolidated subsidiary is identified and adjusted against the income of the group in order to arrive at the net income attributable to Shareholders of the company.
- (e) As far as possible the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the company's separate financial statements.
- (f) Investment in Associate Companies has been accounted for Equity method as per the Accounting Standard (AS) 23- Accounting for Investment in Associates in Consolidated Financial Statements".
- (g) The Company accounts for its share of post-acquisition changes in net assets of associates, after eliminating unrealized profits and losses resulting from transaction between the company and its associate to the extent such change is attributable to the associate's Profit and Loss Statement, through its reserve for balance based available information.
- (h) The difference between the cost of investment in the associate and the share of net assets at the time of acquisition of shares in associate is identified in the financial statements as Goodwill or Capital reserve as the case may be.

The list of subsidiary company and associate company which are included in the consolidation and the Company's holdings therein as under:

Name of Subsidiary / Associate	Percentage of Ownership		Country of Incorporation
	31.03.2021	31.03.2020	
Rhetan Rolling Mills Pvt. Ltd.	100%	100%	India
Vivanza Biosciences Ltd.	23.75%	23.75%	India

The accounting policies adopted in the preparation of consolidated financial statements are consistent with those of previous year except for the change in accounting policy, if any explained below.

2. Significant Accounting Policies:

(i) Basis for Accounting

The consolidated financial statements are prepared under the historical cost convention on an accrual basis of accounting in accordance with the Generally Accepted Accounting Principles, Accounting Standards notified under Section 133 of the Companies Act, 2013 and the relevant provisions thereof except those specified otherwise.

(ii) Use of Estimates and Judgments

In preparation of the consolidated financial statements, the Group is required to make judgments, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected. Significant judgments and estimates about the carrying amount of assets and liabilities include useful lives of tangible and intangible assets, impairment of tangible assets, intangible assets including goodwill, investments, employee benefits and other provisions and recoverability of deferred tax assets.

(iii) Valuation Of Inventories:

The cost of inventory is determined on Weighted Average cost formula method on relevant categories of inventories on a consistent basis after providing for obsolete, slow moving and defective inventories wherever necessary.

The cost of inventories consists of cost of purchase, cost of conversion and cost incurred in bringing the inventories to their present location and condition.

Inventories have been valued at lower of cost and net realizable value.

(iv) Revenue Recognition:

All known income and expenditure quantifiable till the date of finalization of accounts are accounted on accrual basis when virtual certainty is established.

a) Revenue from Operation:

Sales revenue is recognized when property in the goods with all risk rewards and effective control of goods usually associated with ownership are transferred to buyer at price. Sales comprise manufacturing and trading sales and are exclusive of excise duty and local taxes and sales return.

The various Discounts and rate differences on the Sales those accepted/rejected are accounted in the year, however if the same is of material amount effecting the current year profit/loss are separately shown under the Prior Period head of the profit and loss account.

b) Other operational revenue

Other operational revenue represent income earned from the activities incidental to the business and is recognized when the right to receive the income is established as per the terms of the contract.

c) Other Income :

Interest income is recorded at accrued or due whichever is earlier at applicable interest rate and other items of other income are accounted as and when the right to receive arises.

(v) Tangible Assets:**a) Tangible Fixed Assets :**

Fixed assets are stated at cost less accumulated depreciation. Cost comprises purchase price including import duties and other non refundable taxes or levies, expenditure incurred in the course of construction or acquisition, administrative and other general over head expenses that are directly attributable to the cost of bringing the asset to its working condition for the purpose of use for the business.

b) Base of measurement followed by the Group is "Cost Model."**(vi) Intangible Assets :**

Intangible Assets are recorded at acquisition cost when the asset is identifiable, non- monetary in nature, without physical substance and it is probable that such expenditure is to result in future economic benefits to the entity.

(vii) Depreciation:

Freehold land is not depreciated. Other items of the tangible assets are depreciated over the useful life of the assets prescribed in the Part C of the Schedule II of the Companies Act, 2013. The value of the asset for depreciation over the period is considered reducing the determined residual value of the asset not more than 5% of the asset. Residual value for building has been considered at 5%. For the purpose of calculation of Depreciation, the method followed by Group is Straight Line Method (SLM). The depreciation is provided from the date of the asset ready to use for the commercial

operations. The useful lives taken for the purpose of depreciation of different assets are prescribed as follows:

Particulars	Useful Life
Furniture and Fixtures	10 years
Office Equipments	5 years
Computers	3 years
Vehicle	8years
Plant & Machinery	15 years
Buildings	30 years
Electric Installations	10 years

(viii) Leases:

Assets taken on lease by the Group in its capacity as lessee, where the Group has substantially all the risks and rewards of ownership, are classified as finance lease. Such a lease is capitalized at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognized for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognized as operating leases. Lease rentals under operating leases are recognized in the statement of profit and loss on a straight-line basis.

(ix) Consolidated Financial Statement

As per the requirement and rules of the consolidated financial statement, the group will follow the same for the preparation of consolidated financial Statement as and when it is required.

(x) Investment in Associates in Consolidated financial Statement:

As per the requirement and rules of the consolidated financial statement, the group will follow the same for the preparation of consolidated financial Statement.

(xi) Government Grants:

- a) Government grants of the nature of contribution towards capital expenditure (to the extent utilized in the year) are treated as of Capital Fund.
- b) Government grants for meeting the revenue expenditure are treated as income of the year in which they are realized, except that they will be treated as accrued income where sanctions have been issued before the last day of the year and there is reasonable certainty of collection and realization.
- c) Unutilized government grants are treated as funds to be carried forward and refunded, as per government directions and exhibited as a Liability.

(xii) Cash Flow Statement :

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

(xiii) Foreign currency transaction:

- a) Transaction denominated in foreign currencies is normally recorded at the exchange rate prevailing at the time of the transaction.

- b) Monetary items denominated in foreign currencies at the year-end are restated at yearend rates. In case of monetary items which are covered by forward exchange contract, the difference between the yearend rate and rate on the date of contract is recognized as exchange difference and the premium paid on forward contract has been recognized over the life of the contract if the forward contract is entered.
- c) Any income or expense on account of exchange difference either on settlement or on translation at the year-end rate is recognized in the profit and loss account except for such adjustment of exchange difference arising on long term foreign currency monetary items in so far they are relatable to the acquisition of a depreciable capital assets which are adjusted to the cost of assets and depreciated over the remaining useful life of such assets.
- d) The premium or discount on the Forward Exchange Contract entered into hedge foreign currency risk of an existing asset/liability is recognized / amortized as an income/expense over the life of the contract in the statement of profit and loss account for the trade transaction and capitalized to the asset in case the same is capital expenditure.

(xiv) Impairment of Tangible and intangible assets :

The Management periodically assesses using external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognized wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal.

An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

As per Accounting Standard(AS-28) impairment of assets the Group has carried the impairment test during the year. Resultant it is found that there is no material impairment loss in the carried cost in the assets in the books. The recoverable amount is not material, lower than the carrying amount in the accounts hence the same is not considered.

(xv) Investment:

All the investments are treated as term investments and valued at their cost of acquisition. Provisions for diminution in the value of long-term investments are made only if such decline is other than temporary in the opinion of the management. Investments other than in subsidiary and associate have been accounted as per Accounting Standard (AS-13) Accounting for investments.

(xvi) Provisions and Contingent liabilities:

Provisions are recognized when the present obligation of the past event gives rise to a probable outflow embodying economic benefits on settlement, and the amount of obligation can be reliably estimated.

Contingent liabilities are disclosed after careful evaluation of facts and legal aspects of the matter involved.

Provisions and contingent liability are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

(xvii) Provision for Current and Deferred Tax:

Taxes on income are computed using Tax Deferral Assets or Liability method where taxes accrue in the same period, the respective revenue and expenses arises. The differences that result between the profit offered for income tax and the profit as per financial statements are identified and Deferred Tax Liability is recognized for timing difference, that originate in one accounting period and reverse in another based on the tax effect of the prevailing enacted regulation in force.

Deferred Tax Assets are recognized subject to prudence, only, if there is reasonable certainty that they will be realized and are subject to appropriate reviews at each balance sheet date for the purpose of measurement of Deferred Tax Liability or Assets, the applicable tax rates and enacted regulations expected to apply in the year in which the temporary differences are expected to be recovered or settled are applied.

Minimum Alternative Tax Credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax furnishing the specified period. In the year, MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of credit to the profit and loss statement and shown as MAT Credit entitlement.

For current year, the Group has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Group has recognized provision for taxation and re-measured its deferred tax liabilities basis the rate prescribed in the said Section. The impact of such change has been recognized over the year ended March 31, 2020 since the Group has used effective tax rate for full financial year.

(xviii) Borrowing Cost:

Borrowing cost directly attributable and/or funds borrowed generally and used for the purpose of acquisition/construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized, at its capitalization rate to expenditure on that assets, for the period, until all activities necessary to prepare qualifying assets for its intended use are complete. All other borrowing costs are recognized as an expense in the year in which they are incurred.

(xix) Retirement Benefits:

Group does not have any defined benefit plan. The Group does not permit accumulating of unused leaves. The Group does not provide any long-term employee benefits.

(xx) Sundry Debtors:

No provision has been made for the bad and doubtful debts. The bad debts are charged to revenue in the year of, as and when they arise.

(xxi) Segment Reporting

(a) Primary Segment Reporting (Business Segment):

During the year Holding company is in 2 business segments that is trading of goods and trading of steel, hence the reporting on the primary business segment in pursuance to Accounting Standard No.17 issued by ICAI has been disclosed in "Disclosure to the Standalone Financial Statement".

(b) Secondary Reporting (Geographical Segment) :

Geographical environment in which Group operates does not materially differ considering the political and economic environment, the type of customers, assets employed and the risk associated in respect of each of the geographical area. Hence the reporting on the secondary business segment in pursuance to accounting Standard No. 17 issued by ICAI is not applicable.

(xxii) Earnings Per Share:

Basic Earnings Per share are 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 calculation of Diluted Earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential shares.

(xxiii) Cash & Cash Equivalents:

Cash and cash equivalents for the propose of cash flow statement comprise of cash in hand, cash at bank, fixed deposit, margin money deposit and short-term deposit in bank with original maturity of 12 months or less.

DISCLOSURE TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2021:**(i) Accounting for Taxes on Income:**

- (a) Deferred tax assets/liabilities Charges/credit during the year given in Notes to financial statements.
- (b) The provision of current taxes has been made in the accounts as the taxable income computed as per Income Tax Act,1961.

(ii) Related Party Disclosures:

During the year the company has entered into transactions with the related parties List of related parties with whom transaction have taken place during the year are as follows:

Name of the person	Relation with the Company
Lesha Industries Ltd.	Enterprise significantly influenced by KMP.
Shalin Shah	Director
Ashok Shah	Director
Leena Shah	Relative of KMP
Bhumika Thakkar	Company Secretary (Previous)
Divyarajsinh Zala	Company Secretary

➤ Transactions with the Related parties

The transactions entered during the year with the above parties are tabulated as below and the same are at length's price.

Sl.	Nature of Transactions	Current Year	Previous Year
1	Remuneration	2,64,000	3,20,000
2	Loan Taken	3,01,40,000	3,66,40,370
3	Loan Repaid	1,38,32,000	2,34,35,000
4	Rent Expense	1,54,000	1,54,000
5	Reimbursement of expense	23,000	23,364

(iii) Foreign currency transactions**a) Functional and presentation currency**

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

b) Transactions and balances

During the year, company has not entered into foreign currency transaction.

(iv) Segmentation Reporting:

(a) Primary Segment Reporting (Business Segment):

The reporting on the primary business segment in pursuance to Accounting Standard No.17 issued by ICAI has been made as under:

Consolidated Segment – Wise Revenue, Results and Capital Employed		
Particulars	Year Ended	
	31/03/2021 Audited	31/03/2020 Audited
1. Segment Revenue		
(a) Steel	5208.90	2042.84
(b) Trading of Goods	220.85	155.68
(c) Others	0.00	0.00
Total	5429.75	2198.52
Less: Inter Segment Revenue	-	-
Net sales/Income From Operations	5429.75	2198.52
2. Segment Results		
(a) Steel	875.11	435.50
(b) Trading of Goods	26.40	25.11
(c) Others	4.18	7.58
Total	905.69	468.19
Less: (i) Other Un-allocable Expenditure net off	(888.20)	(458.39)
Total Profit Before Tax	17.49	9.80
3. Capital Employed (Segment assets – Segment Liabilities)		
(a) Steel Operation	2010.10	1496.53
(b) Trading of Goods	0.00	44.11
(c) Other Unallocable	37.24	494.55
Total	2047.34	2035.19

(v) Additional information, as required under schedule III to the companies act, 2013, of entities consolidated as subsidiaries

Particulars	Net Assets (total assets minus total liabilities)		Share in profit or loss	
	As % of consolidated net assets	Amount (in lacs)	As % of consolidated profit	Amount (in lacs)
PARENT				
Ashoka Metcast Ltd.				
As at March 31, 2021	100.08%	2048.96	-2.41%	-0.37
As at March 31, 2020	100.97%	2054.93	-127.09%	-3.19

Particulars	Net Assets (total assets minus total liabilities)		Share in profit or loss	
	As % of consolidated net assets	Amount (in lacs)	As % of consolidated profit	Amount (in lacs)
SUBSIDIARY				
Rhetan Rolling Mills Pvt. Ltd.				
As at March 31, 2021	-3.81%	-77.92	86.96%	13.34
As at March 31, 2020	-4.60%	-93.66	419.92%	10.54
ASSOCIATE (INDIAN)				
Vivanza Biosciences Ltd.				
As at March 31, 2021	3.73%	76.30	15.45%	2.37
As at March 31, 2020	3.63%	73.92	-192.83%	-4.84
Total as at March 31, 2021	100.00%	2047.34	100.00%	15.34
Total as at March 31, 2020	100.00%	2035.19	100.00%	2.51

(vi) Earnings Per Share:

Particulars	2020-21	2019-20
Profit Available to Equity Share Holders (A)	15,34,328	2,51,474
Number of Equity Share at the beginning	1,07,10,000	1,07,10,000
Shares allotted during the year by way of bonus	-	-
Proportionate No. of Equity Shares (B)	1,07,10,000	1,07,10,000
Basic Earnings Per Share (A/B)	0.14	0.02
Potential Earnings (C)	15,34,328	2,51,474
Potential No. of Equity Shares (D)	1,07,10,000	1,07,10,000
Diluted Earnings Per share (C/D)	0.14	0.02

(vii) Previous year figures have been regrouped and rearranged as and when required to bring uniformity in comparison with current year figures

For, SUNIL PODDAR & CO.

Chartered Accountants
FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner
M.No. 443450

PLACE: AHMEDABAD

DATE : 30/06/2021

UDIN : 21443450AAAAPU1132

For, ASHOKA METCAST LIMITED

SHALIN A SHAH
MANAGING DIRECTOR
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DIN: 02467830

DIVYARAJ SINH ZALA
COMPANY SECRETARY

SUBHA RANJAN DAS
CHIEF FINANCIAL OFFICER

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**Note - 2 : SHARE CAPITAL**

Sr. No.	Particulars	As at	
		31st March, 2021	31st March, 2020
1.	AUTHORISED EQUITY SHARE CAPITAL		
-	1,10,00,000 Equity Shares of Rs. 10/- each	11,00,00,000	11,00,00,000
2.	ISSUED, SUBSCRIBED & PAID UP EQUITY SHARE CAPITAL		
-	1,07,10,000 Equity Shares of Rs.10/- each, fully paid.	10,71,00,000	10,71,00,000
		10,71,00,000	10,71,00,000

3. Reconciliation of number of shares outstanding at the beginning & at the end of the reporting year

Particulars (Equity shares of Rs. 10 each)	As at 31st March, 2021		As at 31st March, 2020	
	No. of Share	Value Rs.	No. of Share	Value Rs.
- At the beginning of the year	1,07,10,000	10,71,00,000	1,07,10,000	10,71,00,000
- Movement during the period	-	-	-	-
- Outstanding at the end of the period	1,07,10,000	10,71,00,000	1,07,10,000	10,71,00,000

4. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of the Shareholders (Equity shares of Rs. 10 each)	As at 31st March, 2021		As at 31st March, 2020	
	No. of Share held	% of Holding	No. of Share held	% of Holding
Shalin A. Shah	18,55,000	17.32%	18,55,000	17.32%
Leena A. Shah	5,59,700	5.23%	5,59,700	5.23%
Shalin A. Shah HUF	17,95,000	16.76%	17,95,000	16.76%

The Company has only one class of issued shares i.e. Ordinary Shares having par value of Rs.10/- per share. Each holder of ordinary share is entitled to one vote per share and equal right for dividend. In the event of liquidation, the ordinary shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

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.

No Ordinary Shares have been bought back by the Company during the period of 5 years preceding the date as at which the Balance sheet is prepared.

Note - 3 : RESERVES & SURPLUS

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
(a)	Securities Premium Reserve	10,70,00,000	10,70,00,000
(b)	Profit & Loss Account		
	Balance brought forward from previous year	(1,05,80,557)	(46,20,340)
	Add: Profit for the period	15,34,328	2,51,474
	Add DTL / DTA Adjusted for Previous years	(3,19,859)	(62,11,691)
	Surplus in the statement of Profit & Loss Account	(93,66,088)	(1,05,80,557)
	TOTAL	9,76,33,912	9,64,19,443

Note - 4 : LONG TERM BORROWING

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
i	Unsecured		
	Loans & advances from related parties	7,70,38,370	6,07,30,370
	Inter Coporate Borrowings	3,86,97,749	-
ii	SECURED LOAN		
	Term Loan	1,19,07,730	-
	TOTAL	12,76,43,849	6,07,30,370

Terms of repayment for unsecured loans

To be repayable on demand

Terms of repayment for secured loans

GECL 1 To be repayable in 36 Instalments of Rs. 2,75,873/- commencing from July, 2021.

GECL 2 To be repayable in 36 Instalments of Rs. 1,43,977/- commencing from November, 2021.

Details of Security :

Term Loans :

Primary Security : Extension of charge on entire present and future current assets of the company.

Moreso, the above secured loan granted to Rhetan Rolling Mills Pvt. Ltd. has been sanctioned on personal guarantees of Mr. Ashok Shah and Shalin Shah and corporate guarantee of Ashoka Metcast Ltd.

Note - 5: DEFERRED TAX LIABILITIES/(DEFERRED TAX ASSETS)

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Opening Balance	64,27,206	(29,378)
	Add/(Less) : On account of timing difference	3,73,812	11,16,121
	Add/(Less) : On account of current year losses	77,705	(8,71,227)
	Add / (Less) : Earlier Year DTA adjustment	3,19,859	62,11,691
	Closing balance	71,98,582	64,27,206

5.1 Deferred tax is recognized only on timing difference between the accounting income and taxable income, which are capable of reversal in subsequent periods.

5.2 Deferred assets on carried forward business loss and unabsorbed depreciation is recognized only if management certifies with virtual certainty & convincing evidence that there will be sufficient future taxable income.

5.3 Value of deferred tax is assessed on each balance Sheet date and any change in value is recognized in the profit & loss appropriation account.

Note - 6 : OTHER NON CURRENT LIABILITIES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Advance received for long term contracts	82,07,000	2,82,07,000
	TOTAL	82,07,000	2,82,07,000

Note - 7 : SHORT TERM BORROWINGS

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Working Capital Loan	10,07,71,730	8,52,30,581
	TOTAL	10,07,71,730	8,52,30,581

Above Working Capital Loan are secured by hypothecation of Company's Stock, Receivables and block of all fixed assets and Collateral Security of Factory Land & Building and Equitable mortgage of Personal property of Directors and promoter group members and Ashoka Metcast Limited (Holding Company).

Note - 8 : TRADE PAYABLES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Sundry Payables		
	Dues to micro and small enterprises	-	-
	Dues to Others	3,99,78,807	4,85,66,062
	TOTAL	3,99,78,807	4,85,66,062

Note:-

The Group do not have the details of MSME status of their creditors. Hence the company is unable to separate dues to SME and non SME and henceforth they have disclosed all the creditors under the status of non SME.

Note - 9 : OTHER CURRENT LIABILITIES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Other Payables		
	Current Maturities of Long Term Debts	46,70,573	-
	Interest Accrued and due on Borrowings	96,912	-
	Duties and Taxes	1,92,121	91,622
	Unpaid Expenses	96,720	87,622
	Other Current Liability	10,00,000	11,50,000
	Advances from customers	51,06,694	1,00,000
	Creditor for Capital Goods		
	- Dues to micro and small enterprises	-	-
	- Dues to Others	9,76,411	13,55,962
	Creditors for Expenses		
	- Dues to micro and small enterprises	3,12,162	-
	- Dues to Others	83,97,583	20,62,873
	TOTAL	2,08,49,176	48,48,079

Note:-

The Group do not have the details of MSME status of their creditors. Hence the company is unable to separate dues to SME and non SME and henceforth they have disclosed all the creditors under the status of non SME.

Note - 10 : SHORT TERM PROVISIONS

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Others		
	Provision for Expenses	6,26,184	3,00,963
	TOTAL	6,26,184	3,00,963

NOTE - 11 (PROPERTY PLANT AND EQUIPMENT)

NO.	NAME OF THE ASSET	GROSS BLOCK			DEPRECIATION			NET BLOCK		
		As at 01.04.2020	Additions	Deduction	As at 31.03.2021	As at 01.04.2020	Deduction for the year	Up to 31.03.2021	As at 31.03.2021	As at 31.03.2020
A)	Tangible Assets									
	Freehold Land	60,00,000	-	-	60,00,000	-	-	-	60,00,000	60,00,000
	Factory Building	2,45,37,573	2,06,503	3,70,576	2,47,44,076	7,68,782	11,39,357	2,36,04,719	2,41,66,997	2,41,66,997
	Plant and Machinery	5,76,32,829	14,51,456	18,28,060	5,90,84,285	35,81,451	54,09,511	5,36,74,774	5,58,04,769	5,58,04,769
	Office Equipment	3,59,326	4,06,141	1,02,414	7,65,467	1,03,180	2,05,594	5,59,873	2,56,912	2,56,912
	Furniture & Fixtures	23,53,718	-	3,73,147	23,53,718	1,89,509	5,62,656	17,91,062	19,80,571	19,80,571
	Computer	1,62,528	-	96,004	1,62,528	16,887	1,12,891	49,637	66,524	66,524
	Electric Installations	36,85,089	-	3,04,127	36,85,089	2,84,311	5,88,437	30,96,651	33,80,962	33,80,962
	Vehicles	3,97,351	-	1,90,462	3,97,351	73,340	2,63,802	1,33,549	2,06,889	2,06,889
	Sub Total (A)	9,51,28,413	20,64,100	32,64,789	9,71,92,513	50,17,460	82,82,249	8,89,10,264	9,18,63,623	9,18,63,623
B)	Capital Work in Progress									
	Factory Building	-	48,858	48,858	-	-	-	-	-	-
	Sub Total (B)	-	48,858	48,858	-	-	-	-	-	-
	TOTAL	9,51,28,413	21,12,958	48,858	9,71,92,513	50,17,460	82,82,249	8,89,10,264	9,18,63,623	9,18,63,623

Note - 12 : NON CURRENT INVESTMENT

S.I.	Particulars	No. of shares		As at	
		31st March , 2021	31st March , 2020	31st March , 2021	31st March , 2020
	Investment in Equity Shares (Non Trade)				
(i)	Quoted				
	Others				
	Lesha Industries Ltd	1,16,543	1,16,543	56,93,418	56,93,418
	Gujarat Natural Resources Ltd.	8,55,000	8,55,000	74,40,850	74,40,850
	Mena Mani Industries Ltd	12,50,000	12,50,000	2,50,00,000	2,50,00,000
	Ashnisha Industries Limited	3,10,781	3,10,781	89,05,091	89,05,091
	In Related Parties (Associate)				
	Vivanza Biosciences Limited	9,50,000	9,50,000	73,92,616	78,76,528
	Add/(Less): Share of profit			2,36,987	(4,83,912)
	TOTAL			5,46,68,961	5,44,31,975
	Market value of Quoted Investment			15,31,82,002	3,21,84,091

Note - 13 : LONG TERM LOANS AND ADVANCES

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
	Unsecured		
i	Security Deposit	89,29,084	89,28,084
ii	Capital Advances	-	7,19,103
iii	Others loans and advances		
	Loan to staff	10,000	3,25,000
	Loan to others	2,58,38,312	2,23,77,473
	TOTAL	3,47,77,396	3,23,49,661

Note - 14 : OTHER NON CURRENT ASSETS

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
	Others		
i	MAT Credit Entitlement	-	15,244
ii	Preliminary Expense not written off	4,53,290	8,65,850
iii	Public Issue expense not written off	10,11,117	20,22,229
iv	Deferred Revenue Expenditure not written off	43,68,265	56,16,341
		58,32,672	85,19,664

Note - 15 : INVENTORIES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
i	Raw Materials	3,45,66,401	4,62,98,353
ii	Work in Progress	9,58,650	8,39,821
iii	Finished goods	7,63,17,421	2,62,03,222
iv	Stores & Spares	39,52,227	18,13,410
v	Scrap	-	95,70,423
	TOTAL	11,57,94,700	8,47,25,229

Note - 16 : TRADE RECEIVABLES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
i	Outstanding for a period exceeding six months from its due date		
	Unsecured, Considered Good :	3,95,45,621	3,66,98,112
ii	Others		
	Unsecured, Considered Good :	13,17,04,395	8,15,71,478
	TOTAL	17,12,50,016	11,82,69,590

Note - 17 : CASH AND CASH EQUIVALENTS

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
	Balances with Banks		
-	In Current Account	3,12,524	23,23,492
-	In lien deposit account	13,23,690	-
	Cash on hand	5,08,632	3,04,433
	TOTAL	21,44,846	26,27,925

Note - 18 : OTHER CURRENT ASSETS

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
i	Balance with Revenue Authorities	1,14,17,690	1,81,86,831
ii	Others		
	Other Receivables	10,98,441	8,58,211
	Advance to Suppliers	7,574	23,31,312
	Prepaid Expenses	5,62,915	1,21,919
	TOTAL	1,30,86,620	2,14,98,273

Note - 19 : REVENUE FROM OPERATIONS

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
i	Sale of Products	54,29,74,939	21,98,45,381
ii	Other Operating Revenue	-	7,042
	TOTAL	54,29,74,939	21,98,52,423

Note - 20 : OTHER INCOME

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
i	Interest Income	4,11,920	5,72,650
ii	Other non operating Income		
	Excess provision written back	-	25,220
	Miscellaneous Income	6,252	15,324
	Balance written Off	-	1,44,311
	TOTAL	4,18,172	7,57,505

Note - 21: COST OF MATERIAL CONSUMED

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
i	Raw Materials		
	Opening Stock of Raw Materials	4,62,98,353	-
	Add: Purchase of Materials	46,23,10,029	23,94,63,013
	Less: Closing Stock of Raw Materials	3,45,66,401	4,62,98,353
	TOTAL	47,40,41,981	19,31,64,660

Note - 22: PURCHASE OF STOCK IN TRADE

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
i	Purchase of stock in trade	1,94,44,950	1,72,39,200
	TOTAL	1,94,44,950	1,72,39,200

Note - 23 : CHANGE IN INVENTORIES OF STOCK IN TRADE, WORK IN PROCESS AND FINISHED GOODS

S.I.	Particulars	As at	
		31st March , 2021	31st March , 2020
i	Opening Stock		
	Finished Goods	2,62,03,222	-
	WIP	8,39,821	-
	Scrap	95,70,423	-
		3,66,13,466	-
ii	Closing stock		
	Finished Goods	7,63,17,421	2,62,03,222
	Work in process	9,58,650	8,39,821
	Scrap	-	95,70,423
		7,72,76,071	3,66,13,466
	TOTAL	(4,06,62,606)	(3,66,13,466)

Note - 24: EMPLOYEE BENEFIT EXPENSE

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
i	Salaries, Bonus & Allowances	1,14,29,566	54,79,256
ii	Employee Welfare Expense	1,54,317	1,10,241
iii	Contribution to provident and other funds	1,59,959	40,697
	TOTAL	1,17,43,842	56,30,194

Note - 25 : FINANCE COST

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
i	Interest Expense		
	Working Capital Facility	84,23,416	29,58,963
	Term Loan	9,34,772	
		93,58,188	29,58,963
ii	Other Financial Cost		
	Bank Charges	28,516	11,275
	Other Processing & Related Expenses	4,13,314	25,960
		4,41,830	37,235
	TOTAL	98,00,018	29,96,198

Note - 26: DEPRECIATION & AMORTISATION

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
I	Depreciation	50,17,459	27,22,865
II	Amorization	14,23,672	14,23,673
	TOTAL	64,41,131	41,46,538

Note - 27 : OTHER EXPENSES

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
i	Manufacturing Expenses		
	Stores & Spares Consumed	78,54,043	77,44,402
	Power & Fuel	2,40,40,275	1,11,18,377
	Wages to contractors	1,43,39,613	63,81,687
	Loading & Unloading Expense	1,39,873	77,396
	Material Handling Charges	17,77,300	11,80,126
	Roll Design Charges	2,05,500	1,11,100
	Miscellaneous manufacturing expense	3,73,438	4,04,248
	Freight & Forwarding Charges	61,29,823	24,39,271
		5,48,59,864	2,94,56,607

S.I.	Particulars	As at 31st March , 2021	As at 31st March , 2020
ii	Other Administrative and Selling Expense		
	Audit Fees	1,35,000	1,15,000
	Balance written off	1,781	
	Legal & Professional Expense	6,44,716	3,58,540
	Deferred Revenue Expenditure written off	12,48,076	6,24,038
	E-Voting Expenses	15,000	21,000
	Roc Fees	7,200	16,200
	Rent Expense	1,30,504	1,30,504
	Miscellaneous Expense	8,651	10,474
	Advertising Expenses	14,725	25,450
	Market Making Fees expense	-	4,80,000
	Share Transfer Exp	31,100	34,029
	Office exp	45,905	1,26,400
	Annual Listing Fees	1,15,000	94,200
	Monitoring Expenses	10,000	-
	MAT Credit W/off	15,244	-
	Income Tax Exp	131	16,680
	Rates & Taxes	9,07,013	1,34,925
	Repair and Maintenance	5,71,349	3,06,702
	Electricity exp	1,40,950	1,80,030
	Conveyance Exp	83,802	1,29,384
	Director Remuneration	2,00,000	2,00,000
	Donation	11,000	11,000
	Insurance Expense	2,20,404	95,866
	Printing & Stationery Expense	39,497	32,975
	Membership Fees	-	6,000
	Security Expense	7,26,000	4,01,726
	Stamp Duty & Valuation Charges	5,68,100	
	Software Expense	2,900	5,000
	Website Exp	10,210	3,564
	Telephone & Internet Charges	70,814	50,031
		59,75,072	36,09,717
		6,08,34,936	3,30,66,323

As per our attached Interim Audit report of even date

For, SUNIL PODDAR & CO.

Chartered Accountants

FIRM REG. NO.:110603W

[CA. PANKAJ AGARWAL]

Partner

M.No. 443450

PLACE: AHMEDABAD

DATE : 30/06/2021

UDIN : 21443450AAAAPU1132

For, ASHOKA METCAST LIMITED

SHALIN A SHAH

MANAGING DIRECTOR

DIN: 00297447

ASHOK C SHAH

DIRECTOR

DIN: 02467830

DIVYARAJ SINH ZALA

COMPANY SECRETARY

SUBHA RANJAN DAS

CHIEF FINANCIAL OFFICER